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|  | | | **Perth Swan Cricket Association (Inc.)**  **Established by the amalgamation of the Perth Cricket Association and the Swan & Helena Districts’ Cricket Association in January 2019.** | | |
| **Constitution**  **February 2019** | | | | | |
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**TABLE OF CONTENTS**

[1 Introduction 5](#_Toc18670996)

[1.1 Name of the Association 5](#_Toc18670997)

[1.2 Not-For-Profit 5](#_Toc18670998)

[2 Definitions and Abbreviations 6](#_Toc18670999)

[2.1 Definitions 6](#_Toc18671000)

[2.2 Abbreviations 7](#_Toc18671001)

[3 References 8](#_Toc18671002)

[3.1 Legislation, Regulations, Codes, Standards & Guidelines 8](#_Toc18671003)

[4 The AssocIation 9](#_Toc18671004)

[4.1 Objects of the Association 9](#_Toc18671005)

[4.2 Powers of the Association 9](#_Toc18671006)

[5 Members of the Association 11](#_Toc18671007)

[5.1 Category of Members 11](#_Toc18671008)

[5.2 Creation of New Categories 12](#_Toc18671009)

[5.3 Transitional Provisions 12](#_Toc18671010)

[5.4 Membership Applications 12](#_Toc18671011)

[5.5 Member Clubs Financial Reports 13](#_Toc18671012)

[6 Register of Members 14](#_Toc18671013)

[6.1 Executive Officer to keep Register 14](#_Toc18671014)

[6.2 Inspection of Register 14](#_Toc18671015)

[6.3 Update of Register 14](#_Toc18671016)

[7 Subscriptions And Fees 15](#_Toc18671017)

[7.1 Member club fees 15](#_Toc18671018)

[8 Discontinuance of Membership 16](#_Toc18671019)

[8.1 Termination of Membership 16](#_Toc18671020)

[8.2 Suspension or Expulsion of Members 16](#_Toc18671021)

[8.3 Notice of Withdraw or Resignation 17](#_Toc18671022)

[8.4 Member Club’s Disbanding 17](#_Toc18671023)

[8.5 Expiration Notice 17](#_Toc18671024)

[8.6 Forfeiture of Rights 17](#_Toc18671025)

[8.7 Delegate Position Lapses 18](#_Toc18671026)

[8.8 Refund of Membership Fees 18](#_Toc18671027)

[9 The Executive Committee 19](#_Toc18671028)

[9.1 Powers of the Executive Committee 19](#_Toc18671029)

[10 Committee of Management 20](#_Toc18671030)

[10.1 Committee Composition 20](#_Toc18671031)

[10.2 Executive Committee Members 20](#_Toc18671032)

[10.3 Appointed Executive Committee Member 21](#_Toc18671033)

[10.4 Duties of Committee Members and Others 22](#_Toc18671034)

[11 Executive Officer 24](#_Toc18671035)

[11.1 Appointment of Executive Officer 24](#_Toc18671036)

[11.2 Executive Officer to act as Executive Officer 24](#_Toc18671037)

[11.3 Specific Duties 24](#_Toc18671038)

[11.4 Broad power to manage 25](#_Toc18671039)

[11.5 Executive Officer may employ 25](#_Toc18671040)

[12 Casual Vacancies 26](#_Toc18671041)

[12.1 Casual vacancies in membership of Executive Committee 26](#_Toc18671042)

[12.2 Filling a Vacant Executive Committee position 26](#_Toc18671043)

[13 Proceedings of the Executive Committee 27](#_Toc18671044)

[13.1 Executive Committee to meet 27](#_Toc18671045)

[13.2 Executive Committee votes 27](#_Toc18671046)

[13.3 Quorum 27](#_Toc18671047)

[13.4 Order of business 27](#_Toc18671048)

[14 Conflicts 28](#_Toc18671049)

[14.1 Executive Committee Interests 28](#_Toc18671050)

[14.2 Material Personal Interest 28](#_Toc18671051)

[14.3 Good Order and Behaviour 28](#_Toc18671052)

[15 Association Members Meetings 29](#_Toc18671053)

[15.1 Convening Association Members Meetings 29](#_Toc18671054)

[16 General Meetings 30](#_Toc18671055)

[16.1 Convening General Meetings 30](#_Toc18671056)

[16.2 Notice of Annual General Meeting 30](#_Toc18671057)

[17 Special General Meetings 31](#_Toc18671058)

[17.1 Request for Special General Meeting 31](#_Toc18671059)

[17.2 Special General Meeting not Convened 31](#_Toc18671060)

[17.3 Notice of Special General Meeting 31](#_Toc18671061)

[18 Notice of General Meeting Business 32](#_Toc18671062)

[18.1 Notice of Resolutions 32](#_Toc18671063)

[19 Quorum at General Meetings 33](#_Toc18671064)

[19.1 Quorum 33](#_Toc18671065)

[19.2 Adjournment of General Member’s Meeting 33](#_Toc18671066)

[19.3 Quorum at Adjourned General Member’s Meeting 33](#_Toc18671067)

[19.4 Chairperson to Adjourn 33](#_Toc18671068)

[20 Business of Adjourned Meetings 34](#_Toc18671069)

[21 Voting Procedure 35](#_Toc18671070)

[21.1 Voting at General Meetings 35](#_Toc18671071)

[22 Chair of Meeting 36](#_Toc18671072)

[23 Minutes of meetings of Association 37](#_Toc18671073)

[23.1 Proper Minutes 37](#_Toc18671074)

[23.2 Minutes to be checked and Signed as correct 37](#_Toc18671075)

[23.3 Minutes as evidentiary 37](#_Toc18671076)

[24 Voting 38](#_Toc18671077)

[24.1 Deliberative Vote 38](#_Toc18671078)

[24.2 Casting Vote 38](#_Toc18671079)

[24.3 Proxy Voting 38](#_Toc18671080)

[25 Delegations 39](#_Toc18671081)

[25.1 Executive Committee may delegate 39](#_Toc18671082)

[25.2 Delegation may be subject to conditions and limitations 39](#_Toc18671083)

[25.3 Executive Committee May Revoke any Delegation 39](#_Toc18671084)

[26 Sub-Committees 40](#_Toc18671085)

[26.1 Executive Committee may delegate functions to Sub-Committees 40](#_Toc18671086)

[26.2 Delegation by instrument 40](#_Toc18671087)

[26.3 Delegated Function Exercised in Accordance with Terms 40](#_Toc18671088)

[26.4 Procedure of Delegated Entity 40](#_Toc18671089)

[26.5 Delegation may be Conditional 40](#_Toc18671090)

[26.6 Revocation of the Delegation 40](#_Toc18671091)

[26.7 Right to Co-opt 40](#_Toc18671092)

[27 Rules of the Association 41](#_Toc18671093)

[27.1 Association may recind or alter Rules 41](#_Toc18671094)

[27.2 Alter Rules by Special Resolution 41](#_Toc18671095)

[27.3 Rules are binding 41](#_Toc18671096)

[27.4 Interpretation 41](#_Toc18671097)

[28 By-Laws 42](#_Toc18671098)

[28.1 Executive Committee to Formulate By-Laws 42](#_Toc18671099)

[28.2 By-Laws Binding 42](#_Toc18671100)

[28.3 By-Laws Deemed Applicable 42](#_Toc18671101)

[28.4 Notices Binding on Members 42](#_Toc18671102)

[29 Common Seal of the Association 43](#_Toc18671103)

[29.1 Affixing the seal 43](#_Toc18671104)

[29.2 Safe custody of the seal 43](#_Toc18671105)

[29.3 Executing documents without common seal 43](#_Toc18671106)

[30 Inspection of Records 44](#_Toc18671107)

[31 Disputes and mediation 45](#_Toc18671108)

[31.1 Parties to resolve the dispute 45](#_Toc18671109)

[31.2 Mediation 45](#_Toc18671110)

[31.3 The mediator must be: 45](#_Toc18671111)

[32 Winding up and Amalgamation 46](#_Toc18671112)

[32.1 Winding up or Dissolution 46](#_Toc18671113)

[32.2 Amalgamation 46](#_Toc18671114)

Introduction

Name of the Association

The name of the Association is the PERTH SWAN CRICKET ASSOCIATION INC, hereinafter referred to as “the Association” or “PSCA”. The Association, with Executive Committee approval, may adopt a trading name as identified in the By-Laws, without effecting the powers or interpretation of this constitution. The registered office of the Association shall be situated in Perth, Western Australia at a location determined from time to time by the Executive Committee.

Not-For-Profit

As per the Associations Incorporation Act (2015) (Western Australia) “the Act”, the Association seeks eligibility for incorporation as a “Not-For-Profit” organisation (NFP) wherein the Association does not operate for pecuniary profit or gain of its individual members. Any assets or profits of the Association shall be applied solely in furtherance of its below-mentioned objects and no portion shall be distributed, directly or indirectly, to executives, members or private persons excepting in bona fide compensation for services rendered incurred on behalf of the Association.

A payment may be made to a member out of the funds of the Association only if it is authorised if it is:

1. the payment in good faith to the committee member as reasonable remuneration for any services provided to the Association, or for goods supplied to the Association, in the ordinary course of business; or
2. the payment of interest, on money borrowed by the Association from the member, at a rate not greater than the cash rate published from time to time by the Reserve Bank of Australia; or
3. the payment of reasonable rent to the member for premises leased by the member to the Association; or
4. the reimbursement of reasonable expenses properly incurred by the member on behalf of the Association.

Definitions and Abbreviations

Definitions

| **Descriptor** | Meaning |
| --- | --- |
| **Act** | The Associations Incorporation Act 2015 (Western Australia). | |
| **Annual General Meeting** | The meeting convened under rule 16.1 below. | |
| **Appointed Executive Committee Member** | An Executive Member appointed under rule 10.3 below. | |
| **Association Members Meeting** | A meeting convened under rule 15.1a below, in which members of the Association may attend other than the Executive Committee Meeting or General Meetings. | |
| **By-Law** | Any By-Law, regulation or policy made by the Executive Committee under rule 28. | |
| **Chairperson** | The President of the Executive Committee elected in accordance with this Constitution under rule 10.2.1. or in his or her stead, the Senior Vice-President or in his or her stead the Junior Vice-President under rule 22 below. | |
| **Commissioner** | The Commissioner for Consumer Protection exercising powers under the Act. | |
| **Convene** | To call together for a formal meeting. | |
| **Delegate** | The person duly elected or appointed in writing, from time to time, by a member Club or Affiliate to act for and on behalf of that entity, at General Meetings or otherwise in proceeding so provided by this Constitution. | |
| **Disband** | To break up or cause the break-up of a Member Club or Association | |
| **Elected Member** | A member of the Executive Committee elected under rule 10.2.1 below. | |
| **Electronic Mail** | The exchange of digital messages or other means of electronic transmission of data, which can be stored as approved from time to time by the Executive Committee. Includes email, social media posts and text messages. | |
| **Employed** | (of a person) having a paid job. | |
| **Executive Committee Meeting** | A meeting referred to in rule 13.1 below. | |
| **Executive Committee Member** | A person referred to in paragraph rule 10.1 below. | |
| **Executive Position** | Means the President, Chairperson, Executive Officer or Treasurer of a Member Club, Affiliate or the Association Executive Committee. | |
| **Executive Officer** | The person who is appointed under this Constitution to carry out the duties set out in this Constitution and includes any person delegated to act in that position, for such time as that person is acting in that position. | |
| **Financial Records** | Includes the following documents and shall be so kept for a period of 7 years:   1. invoices, receipts, orders for the payment of money, bills of exchange, cheques, promissory notes and vouchers; and 2. documents of prime entry; and 3. working papers and other documents needed to explain — 4. the methods by which financial statements are prepared; and 5. Adjustments to be made in preparing financial statements. | |
| **Financial Year** | The twelve-month period commencing 1 July and ending on 30 June in the following year. | |
| **General Meeting** | A meeting to which all members are invited. | |
| **Honorary** | Holding an office or title given as an honour, without payment | |
| **Intellectual Property** | All rights or goodwill subsisting in copyright, business names, names, trademarks (or signs), logos, designs, patents or service marks (whether registered or unregistered) relating to the Association or any event, competition or activity of or conducted, promoted or administered by The Association. | |
| **Life Member** | An individual upon who life membership of the Association has been conferred. | |
| **Mail** | A method for transmitting information and/or tangible objects by post, courier or electronic mail. | |
| **Member Club** | A cricket club that has been recognised by the Executive Committee of the Association pursuant to rule 5.1.1. | |
| **Not for Profit** | As per the guidelines of the ATO wherein the Association does not operate for profit or gain of its individual members as outlines in Rule 1.2. | |
| **Ordinary Resolution** | A Resolution other than a special resolution. | |
| **Policy** | A Policy established under the By-Laws of the Association. | |
| **Poll** | Voting conducted in written form (as opposed to a show of hands). | |
| **President** | The person elected to the position of President of the Association under rule 10.2.1. | |
| **Proxy** | The authority to represent someone else in writing, especially in voting. | |
| **Record** | Any records of information however recorded and includes:   1. anything on which there is writing; and 2. anything on which information has been stored or recorded, either mechanically, magnetically, or electronically; and 3. anything from which images, sounds or writing can be reproduced with or without the aid of anything else. | |
| **Register** | The Register of Member Clubs established pursuant to rule 6.1 | |
| **Seal** | The common seal of the Association and includes any official seal of the Association. | |
| **Show of Hands** | Has its implicit meaning but also means a voting method allowing members to indicate this preference by an alternative graphical representation recognisable by meeting participants. | |
| **Special General Meeting** | A general meeting other than the annual general meeting. | |
| **Special Resolution** | Has the meaning given by section 51 of the Act, that is:  (1) For the purposes of this Act, a resolution is a special resolution if it is passed —  (a) at a general meeting of an incorporated association; and  (b) by the votes of not less than three-fourths of the members of the association who cast a vote at the meeting.  (2) A person is taken to cast a vote at a general meeting as mentioned in subsection (1) if the person has a right under the rules of the association to vote on the resolution and —  (a) Votes in person at the meeting; or  (b) Where proxies or postal votes are allowed by the rules of the association, votes on the resolution by proxy or postal vote.  (3) Before the general meeting, written notice of —  (a) The proposed special resolution; and  (b) The time and place of the general meeting at which it is proposed to move the resolution, must be given, as required under the rules of the incorporated association, to each member of the association.  (4) The notice must set out the wording of the proposed special resolution.  (5) If notice is not given in accordance with subsections (3) and (4) the special resolution has no effect. | |

Abbreviations

|  |  |
| --- | --- |
| AGM | Annual General Meeting |
| ATO | Australian Taxation Office |
| IFR | Issued For Review |
| NFP | Not For Profit |
| PSCA | Perth Swan Cricket Association |

References

Legislation, Regulations, Codes, Standards & Guidelines

| Ref | Reference Name |
| --- | --- |
| 1. | Associations Incorporation Act (2015) (Western Australia) |
| 2. | Liquor Control Act (1988) (western Australia) |
| 3. | Australian Taxation Office Guidelines |

The AssocIation

Objects of the Association

The PSCA provides administration to community Cricket in the Perth and surrounding areas. The objects for which the Association is established and maintained are:

1. To promote, encourage and develop participation in the sport of cricket and related activities as a lifelong contribution to the community.
2. To align infrastructure development and access to facilities for growth and participation.
3. To provide such facilities and environment for social contact between members and their guests and generally to afford to them all the usual privileges, benefits, and conveniences of an Association of like nature.
4. To encourage and foster the game of cricket in every way possible.
5. To promote and conduct competition matches between member Clubs, Associations or Affiliations
6. To deliver competition, corporate events and other appropriate activities to the highest standards.
7. Progressively and inclusively lead cricket in the Perth Region through good governance and management.
8. To act in accordance with the requirements of Section 4 of the Act and remain within eligibility notwithstanding Section 5 of the Act.

Powers of the Association

The powers conferred on the Association are of any additions, exclusions or modifications of the Association Executive Committee may undertake such activities as the Executive Committee determines appropriate in furthering the objectives set out in this Constitution.

The property and income of the association shall be applied solely towards the promotion of the objects or purposes of the Association, and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to members of the Association, except in good-faith in the promotion of those objects or purposes.

In pursuance of its objects the Association shall have the additional Powers:

1. To affiliate with, establish, support or aid in the establishment or support of any Association, Society, Fund or popular movement which is calculated to benefit or promote the game of cricket.
2. To acquire by purchase, lease or otherwise land, buildings, plant and equipment and to permit the same to be used by members, employees and servants of the Association either gratuitously or for payment.
3. To employ any person(s) whether full time, part time or casually and to make payment of fees for any service for the betterment of the Association.
4. To trade either directly or indirectly in the purchase or manufacture and sale of material and equipment necessary or auxiliary to the game of cricket or any other promoted sports in so far as such trade is to the benefit and convenience of members.
5. To trade in the purchase and resale of all kinds of liquor refreshments and provisions required or used by members and their guests in compliance with the Liquor Control Act 1988 as amended from time to time or any re-enactment or statutory modification thereof for the time being in force.
6. To promote and conduct either alone or jointly with CricketWest, any other Association, Club or persons meetings, competitions and matches in connection with the game of cricket or any other sports or pastimes and to offer, give or contribute towards prizes, medals and awards therefore and to promote, give or support dinners, balls, concerts and other entertainment.
7. To engage in legal matters in pursuance and protection of the objects and powers of the association and its members.
8. To accept payments of all kinds whether by subscription, donation, playing fees, affiliation fees or otherwise and to either hold or dispense with the same in the furtherance of any of the objects of the Association.
9. To levy charges, raise fees, impose fines and other imposts.
10. To engage in any other activity as might be deemed appropriate in the promotion of cricket.

Members of the Association

Category of Members

The Association shall consist of the following memberships:

1. Member Clubs and its members.
2. Other Registered Members.
3. Such new categories of Members, created in accordance with rule 5.2.

Member Club

Each member club:

1. Shall be Incorporated in Western Australia under the Act.
2. In order to be granted and retain membership, have a minimum number of registered members and teams as set down by the Executive Committee from time to time in the By-Laws.
3. May elect or appoint a delegate to represent the Member Club at General Meetings in accordance with the Constitution.
4. Shall nominate for the following season and shall be submitted in writing to the Executive Officer not later than fourteen (14) days after to the Annual General Meeting. Each Club's application must be accompanied by an annual nomination fee. Acceptance of nominations received after the Annual General Meeting shall be at the discretion of the Executive Committee.
5. A Member Club, whose contribution membership fees are in arrears, by a period set out in the By-Laws, shall be liable to be struck off the register of The Association under rule 8.1(a) and shall not be reinstated until all arrears have been paid in full.
6. Admitted to the Association as a Member Club and all the members thereof shall in all respects be bound by, and conform to, these Rules as the Constitution of the Association and the By-Laws of the Association as amended from time to time.

Member Clubs Establishment Documents

* + 1. Each Member Club shall take all steps necessary to ensure its Constitution and the associated By-Laws, clearly reflect the objects of The Association and are in a form acceptable by the Executive Committee.
    2. Each Member Club shall ensure its documents are amended in conformity with future amendments made to this Constitution.
    3. Each Member Club will have a transitional period, as determined by the Executive Committee, from the time of approval of this Constitution under the Act in which to amend their Constitution in accordance with this Constitution, and for such time as their constitutions do not conform, shall be unduly penalised for such non-compliance, to the extent that such non-compliance is not wilful or calculated to cause harm or prejudice to The Association.

Other Registered Members

* + - 1. Life Members

Life members will be appointed in accordance with the criteria and procedures set out, from time to time by the Executive Committee, in the By-Laws. Any conditions, obligations or privileges of life membership shall be as prescribed in the By-Laws. Life Members, subject to this Constitution, may attend General Meetings, but shall have no right to vote.

* + - 1. Honorary Members

The Executive Committee may appoint Honorary Members of The Association based on the individual’s contribution or commitment to the sport Cricket in Perth. Honorary Members may attend General Meetings, but shall have no right to vote.

* + - 1. Individual Member

The Executive Committee may permit a natural person to join The Association as an individual member, who subject to this Constitution, may attend General Meetings, but shall have no right to vote.

Creation of New Categories

The Executive Committee has the right and power from time to time to create new categories of membership with such rights, privileges and obligations as are determined applicable (other than voting rights) even if the effect of creating a new category is to alter rights, privileges or obligations of an existing category of Members. No new category of membership may be granted voting rights.

Transitional Provisions

All entities who were Member Clubs or other Registered members of The Association prior to the time of approval of this Constitution under the Act, shall retain their membership category from the time of approval of this Constitution under the Act, and will be entitled to such benefits as are conferred on the membership category by The Association until required by this Constitution to renew their membership.

Membership Applications

Application for Membership of Affiliation

An application for membership must be:

1. In writing on the forms prescribed in the By-Laws and lodged with the Executive Officer for Executive Committee acceptance; and
2. Accompanied by the appropriate fees and by the due date.
3. Signed by two of the authorised committee members of the applying club.

Discretion to Accept or Reject an Application

1. The Executive Committee may accept or reject an application for membership, including renewal and shall not be compelled to provide any reason for such acceptance or rejection.
2. An Association seeking membership with the PSCA shall be admitted at the discretion of the Executive Committee by a majority vote of those members present and voting.
3. An applicant whose application for membership of the Association is rejected under rule 5.4.2 (a) must, if the member wishes to appeal against that decision, give notice to the Executive Officer of the member’s intention to do so within a period of 14 days from the date the member is advised of the rejection.
4. When notice is given under rule 5.4.2(c) the Association, in a general meeting no later than the next annual general meeting, must either confirm or set aside the decision of the Executive Committee to reject the application, after having afforded the applicant who gave that notice a reasonable opportunity to be heard by, or to make representations in writing to, the Association in the general meeting.

Member Clubs Financial Reports

Each Member Club agrees:

1. Within three (3) months of the close of the Financial Year, to provide The Association with a written declaration by:
2. Two authorised members of the Member club’s Executive Committee (excepting the Treasurer); or
3. A competent and independent person presenting an independent opinion on the Member Club’s financial position;

for the preceding financial year and to include the Member Club’s Financial Statement, notes to the Financial Statement (if any) and any other associated documents as requested.

1. If submitting its declaration under rule 5.5(a)(i) then the written declaration must also be accompanied by signed minutes of the General Meeting (Special or Annual) wherein the Member Club’s Financial Statement was tabled and the minutes must include that the Financial Statement was accepted as “true and correct” by the Members of the Member club.
2. The Association’s Executive Committee, shall have the right to cause an investigation, review or audit into the financial affairs of any Member Club by necessary means, should the need arise, by Majority vote of the Executive Committee at an Executive Committee meeting.

Register of Members

Executive Officer to keep Register

In so far as this rule pertains the Executive Officer shall act as the Registrar. The Executive Officer shall keep the official register and ensure that the register be so kept and maintained at the registered offices of The Association, or at such other place as the members at a general meeting decide.

The Register is to include:

1. The name of member Clubs / Associations, its postal addresses or email addresses.
2. The name, address and telephone numbers of the member club’s President, Secretary, Treasurer, Registrar, other Office Bearers and shall be notified by each member Club to the Executive Officer of the Association prior to the commencement of the season; and
3. A register of all official persons who hold offices of the PSCA and include: Names, postal address and email addresses and telephone numbers.
4. The Register must be kept in such a way that it does not breach an individual’s right to privacy.

Inspection of Register

The Executive Officer, on behalf of the Association, must comply with Section 53 of the Act by keeping and maintaining an up to date register of the members of the Association containing such information as stated in rule 6.1 above. Upon the request of a member of the Association, the Executive officer shall make the register available for the inspection of the member and the member may make a copy of or take an extract from the register but shall have no right to remove the register for that purpose. The requesting member who wishes to make a copy of, or take an extract from, the register of members is to provide a statutory declaration setting out the purpose for which the copy or extract is required and declaring that the purpose is only connected with the affairs of the Association. The Executive Committee shall determine a reasonable charge for the cost of complying with the request to make a copy of, or take an extract from, the register.

Update of Register

The Executive Officer must cause the name of a person who dies or who ceases to be a member under rule 8 to be deleted from the register of members referred to in 6.1 above

Subscriptions And Fees

Member club fees

1. The annual membership subscription, fees and any levies payable by Members (or any category of members) to the Association, the basis of, the time for and manner of payment shall be as determined by the Executive Committee from time to time and set out in the By-Laws.
2. The Executive Officer is to notify members of the Association the membership fees for the following financial year at a date set by the Executive Committee from time to time.
3. Each member must pay to the Executive Officer, annually on or before the date as the Executive Committee from time to time determines, the amount of the subscription determined under rule 7.1(a).
4. A member whose subscription is not paid within 3 months after the relevant date fixed by or under rule 7.1(c) above may have all rights under this Constitution immediately suspended from the expiry of the time, prescribed in By-Laws, for payment of those monies. Such rights will be suspended until such time as the monies are fully paid or otherwise in the Executive Committee’s discretion. In the meantime, the Member shall have no automatic right to resign from The Association, and shall be dealt with the Executive Committee’s discretion, which includes the right to expel, suspend, disqualify, fine, discipline or retain that Member as a Member, or impose such other conditions or requirements as the Executive Committee considers appropriate.
5. A Member Club exercises all the rights and obligations of a member for the purposes of these rules if the club’s subscription is paid on or before the relevant date fixed by or under rule 7.1(b) above or within 3 months thereafter, or such other time as the Executive Committee allows.
6. If a Member Club withdraws later than twenty one (21) days after the Annual General Meeting, the nomination fee shall be non-refundable. If a team is withdrawn at or after the commencement of the season the Club shall be liable for payment of that team’s fees for the ensuing season.

Discontinuance of Membership

Termination of Membership

A member ceases to be a member of the Association if The Executive Committee, by a majority vote of those present and voting, suspends or expels any Club from the Association on the following grounds:

1. Membership is not renewed or payments received within conditions nominated in the by-laws (time or debts).
2. Membership is withdrawn by the Executive Committee as the result of disciplinary action.
3. The member’s conduct is detrimental to the interests of the Association.
4. The member has failed to comply with any lawful requirement of the Association or the Act.
5. The Member either of itself or through any of its members has conducted itself in such a way that the Executive Committee concludes that such conduct has brought, or has intended to bring, the Association or the game of cricket into disrepute.

or:

1. The Member withdraws or resigns under rule 8.3.
2. The Member club disbands under rule 8.4.

Suspension or Expulsion of Members

If the Executive Committee considers that a member, member club / association should be suspended or expelled from membership of the Association under rules 8.1(a) to (e) inclusive, the Executive Committee must communicate, either orally or in writing, to the member:

1. Notice of the proposed suspension or expulsion and of the time, date and place of the Executive Committee meeting at which the question of that suspension or expulsion will be decided; and
2. Particulars of that conduct.
3. Not less than 30 days before the date of the Executive Committee meeting referred to in rule 8.2(a) communication of Suspension or Expulsion

At the Executive Committee meeting referred to in a notice communicated under rule 8.2 (a), the Executive Committee may, having afforded the member concerned a reasonable opportunity to be heard by, or to make representations in writing to, the Executive Committee, suspend or expel or decline to suspend or expel that member from membership of the Association and must, forthwith after deciding whether or not to suspend or expel that member, communicate that decision in writing to that member.

Upon the suspension or expulsion of any Member from the Association, the suspended or expelled Member shall no longer be entitled to become a member of a Member Club or Association, or play / field in any team in any competition conducted by the Association.

A Member of Member Club or Association suspended under rule 8.1(a) will not be granted a clearance until a pro rata payment for his portion of his Member Club’s fees is made.

Membership Cessation

Subject to rule 8.2, a member has membership suspended or ceases to be a member 14 days after the day on which the decision to suspend or expel a member is communicated to the member.

Appeals

A member who is suspended or expelled under rule 8.2 must, if the member wishes to appeal against that suspension or expulsion, give notice to the Executive Officer of the member’s intention to do so within the period of 14 days referred to in rule 8.2.

When notice is given under rule 8.2.2

1. The Association in a general meeting, must either confirm or set aside the decision of the Executive Committee to suspend or expel the member, after having afforded the member who gave that notice a reasonable opportunity to be heard by, or to make representations in writing to, the Association in the general meeting.
2. The member who gave that notice is not suspended or does not cease to be a member unless and until the decision of the Executive Committee to suspend or expel the member is confirmed under this rule.

Notice of Withdraw or Resignation

Subject to this Constitution any Member who has paid all monies due and payable to the Association and has no other liability (contingent or otherwise) to the Association:

1. May withdraw or resign from the Association by giving one months’ notice in writing to the Executive Committee of such intention to withdraw or resign upon the expiration of that period of notice, the Member shall cease to be a Member.
2. A Life Member or Honorary Member of the Association may resign by notice in writing with immediate effect.
3. A member who indicates an intention to withdraw or resign shall fulfil all the obligations to the Association up to and including the date the resignation is effective.

Member Club’s Disbanding

Any Member Club not playing three (3) consecutive fixture matches shall be deemed to have disbanded, unless otherwise determined by the Executive Committee.

Any Member Club disbanding before the end of the season, and being unable to fulfil its engagements shall be released therefrom upon application in writing, and upon payment of all fees due to the Association, and from the granting of such application, such Member Club shall cease to be an member of the PSCA within the meaning of these Rules and shall be under no liability whatsoever to the Association.

Any Member of a Member Club that is disbanded shall not be permitted to play for any other Member Club or Association without approval of the Executive Committee, and should approval be granted, a levy may be imposed upon the player.

Expiration Notice

Subject to rule 8.2 upon the expiration of any notice period applicable under Rule 8.3(a)&(b) an entry, recording the date on which the member who or which gave notice ceased to be a member shall be recorded in the register.

Forfeiture of Rights

A member who or which ceases to be a Member, for whatever reason, shall forfeit all rights in and claim upon The Association and its property, including Intellectual Property. Any PSCA documents, records or other property in the possession, custody or control of that Member shall be returned to The Association immediately.

Delegate Position Lapses

The position of Delegate shall lapse immediately on cessation of membership of the Member Club or Affiliate.

Refund of Membership Fees

Membership fees or subscriptions paid by the discontinued Member for the relevant year shall be forfeited upon discontinuance.

The Executive Committee

Powers of the Executive Committee

Subject to the Act and this Constitution, the business of the Association shall be governed, and the powers of the Association shall be exercised, by the Executive Committee as the controlling authority of the Association shall be responsible for acting on all issues in accordance with the objects of the Association and shall operate for the collective and mutual benefit of the Association and the sport of cricket in Perth.

The Executive Committee, subject to this Act and this Constitution shall have full power, jurisdiction and authority to all the things necessary to carry out the business, the affairs and objects of the Association including but not limited to:

1. Draw up a programme of fixtures, including the allocation of grounds, for the ensuing season. Alterations to the fixtures as drawn up may be made only with the approval of the Committee and must be requested, in writing, at least fourteen (14) days prior to the scheduled playing date.
2. Allocate grounds for final-round matches.
3. Decide the composition of each grade for the ensuing season.
4. Arrange all social functions of any description.
5. Recommend any person to be elected as a life member of the Association.
6. Perform any other act, deed or thing which, in their judgement, is for the benefit of the Association, duly reporting its decisions to the Sub-Committees through the Administration Officer.
7. Institute penalties or fines for offences not included in the Constitution.
8. Alter, delete or add to the By-Laws at any Executive Committee meeting, by a majority of votes of all present at the meeting.

The decisions reached by the Executive Committee shall be communicated to each Member within twenty one (21) days after each meeting.

The bank of the Association shall be such bank as determined by the Association from time to time and the Association account shall stand in the name of the Association. Any two of the President, Vice-Presidents, Executive Officer and Treasurer shall sign cheques or authorise electronic payments for and on behalf of the Association.

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Committee of Management

Committee Composition

Subject to rule 5 above, The Committee of Management shall comprise of the following Positions:

1. The President elected in accordance with rule 10.2.1.
2. Two (2) Vice-Presidents elected in accordance with rule 10.2.1.
3. One (1) Appointed Executive Committee Member that may be appointed in accordance with rule 10.3.1 at the discretion of the Elected Executive Committee Members.
4. One (1) Treasurer in accordance with rule 10.2.1
5. One (1) Executive Officer appointed by the Executive Committee.
6. One (1) Administration officer appointed by the Executive Committee.
7. General Committee Members delegated by Member Clubs, the number of which to be decided by the Executive Committee from time to time, and shall not be more than one member from a member club.
8. One (1) Umpires Coordinator appointed by the Executive committee,

wherein 10.1(a) to (f) above shall be referred to as the “Executive Committee”

Executive Committee Members

Executive Committee Members must be elected to membership of the Executive Committee at an Annual General Meeting or appointed under rule 10.3.1.

Election of Executive Committee Members

A person is not eligible for election to membership of the Executive Committee unless:

1. A member has nominated him or her for election by delivering notice in writing of that nomination, signed by:
2. The nominator; and
3. The nominee to signify his or her willingness to stand for election;

to the Executive Officer not less than 7 days before the day on which the Annual General Meeting concerned is to be held.

1. A member has nominated him or her for election by delivering notice verbally of that nomination, in person, at the AGM and the nominee is also present at the AGM to signify his or her willingness to stand for election;
2. A person who is eligible for election or re-election under this rule may:
3. Propose or second himself or herself for election or re-election; and
4. Vote for himself or herself.
5. If the number of persons nominated in accordance with rule 10.2.1(a) for election to membership of the Executive Committee does not exceed the number of vacancies in that membership to be filled:
6. The Executive Officer must report accordingly to; and
7. The Chairperson must declare those persons to be duly elected as Members of the Executive Committee at, the Annual General Meeting concerned.
8. If vacancies remain on the Executive Committee after the declaration under rule 10.2.1 (c) (ii), additional nominations of members may be accepted from the floor of the Annual General Meeting. If such nominations from the floor do not exceed the number of vacancies, the Chairperson may declare a poll as per rule 20.1.2 or declare those persons to be duly elected, as members of Executive Committee. Where the number of nominations from the floor exceeds the remaining number of vacancies on the Executive Committee, elections for those positions must be conducted.

Qualifications for Executive Committee Members

1. Nominees for Elected Executive Committee positions on the Executive Committee must meet the qualifications as prescribed from time to time by the Executive Committee and set out in the By-Laws.
2. Elected Executive Committee should have some knowledge of cricket and related disciplines, its strategic direction, its stakeholders and a commitment to the development of the sport of cricket.
3. Nominees for Elected Executive Committee positions on the Executive Committee must declare any position they hold in a Member Club with similar objects, including as an office bearer, director or paid employee.

Term of appointment

1. The President shall be elected in accordance with this Constitution for a term of one (1) year, which shall commence from the conclusion of the Annual General Meeting at which the election occurs until the commencement of the next Annual General Meeting following.
2. Vice-Presidents and other Elected Executive Committee Members shall be elected in accordance with this Constitution for a term of one (1) year, which shall commence from the conclusion of the Annual General Meeting at which the election occurs until the commencement of the next Annual General Meeting following.
3. The President shall be elected for a one (1) year term at the first Annual General Meeting following the acceptance of this Constitution.

Appointed Executive Committee Member

Appointment of Appointed Executive Committee Member

The Executive Committee may fill the vacant Appointed Executive Committee Member position in accordance with rule 10.1(c). The appointed Executive Committee Member may be honorary or employed as the Executive Committee deems necessary and on such conditions as it may determine. The Appointed Executive Committee Member shall be entitled to notice of, attend and participate in debate at all meetings of the Executive Committee. An Appointed Executive Committee Member may become a member of The Association and is afforded the rights and privileges of the Executive Committee and shall have the right to vote.

Qualifications for Appointed Executive Committee Member

1. The Appointed Executive Committee Member may have specific skills in commerce, finance, marketing, law or business generally or such other skills that complement the Executive Committee composition, but need not have experience in or exposure to the sport of cricket.

Term of Appointment

1. Appointed Executive Committee Member may be appointed by the Elected Executive Committee in accordance with this Constitution for a term of one year, which shall commence from the conclusion of the Annual General Meeting or the next General Meeting at which the appointment occurs until the commencement of the next Annual General Meeting.
2. An Appointed Executive Committee Member may be appointed each year.

Duties of Committee Members and Others

The President (Honorary)

The President shall:

1. Chair all meetings and see that the business is conducted in a proper manner.
2. Call meetings of the Association in all cases of emergency.
3. Represent the Association on all ceremonial occasions.
4. Ensure that the objects of the Association are carried out.
5. Have a deliberative vote at all meetings.
6. Have a casting vote should the need arise at all meetings.
7. Represent the Association as an Executive Member of CricketWest Inc

The Vice-Presidents (Honorary)

The Vice-Presidents shall:

1. Chair all meetings in the absence of the President.
2. Have the same powers and rights as the President in their absence.
3. Have a vote at all meetings.

The Treasurer

The Treasurer shall be employed to:

1. Keep a correct account of all moneys received and expended.
2. Attend all meetings and present at each Committee meeting a financial report, a statement of all accounts due for payment and a budget analysis.
3. Pay accounts due for payment only if passed for payment, and obtain receipts for all payments.
4. Receive all fees, fines and other moneys tendered by affiliated Clubs and pay all moneys received into such Bank as approved by the Association.
5. Prepare a Statement of Income and Expenditure and Balance Sheet and present same at the Annual General Meeting.
6. Prepare a draft Budget for consideration by the Executive Committee and monitor the Budget during the course of the financial year.
7. Have a vote at all meetings.

The Administration Officer

The Administration Officer shall be employed to:

1. Act as administrator of the Association’s web based Register of all affiliated Clubs and their playing members.
2. Maintain the web based database of the names, addresses and other relevant data of all playing members registered by each affiliated Club.
3. Monitor and verify all player registrations, permits, transfers and clearances.
4. Monitor and verify all match reports input by Club’s, from which shall be calculated points awarded in each match and results of all competition matches recorded.
5. Maintain a points table for each grade, individual batting and bowling statistics for each player and any other statistics as required by the Association.
6. Report any irregularities relating to registrations or matches to President and Executive Officer of the offending Club immediately and also to the next Executive Committee meeting.
7. Publicise and promote the activities of the Association through the various forms of media.
8. Ensure that a high level of communication is maintained between all affiliated Clubs regarding all Association activities.
9. In conjunction with the Executive Officer, ensure that sufficient data, documents, etc. are retained to preserve a history of the activities of the Association for posterity.
10. Have a vote at all meetings.

The Umpire’s Coordinator

The Umpires Coordinator shall be employed to:

1. Maintain a record of all umpires registered with the Association.
2. Receive all umpires reports and act on any matters arising therefrom requiring immediate attention, or refer any reports, appeals or important matters to the next Executive Committee meeting for direction.
3. Allocate umpires to matches.
4. Conduct training clinics as and when deemed necessary.
5. Allocate all necessary forms, documents etc. to umpires.
6. Shall have a vote at all meetings.

The Auditor or Reviewer

The Auditor or Reviewer, should the need arise, shall be employed to:

1. Examine the books, papers, records and correspondence dealing with the finances of the Association and provide to the Executive Committee an audit report within thirty (30) days of the end of the financial year.
2. Make any enquiries he deems fit or expedient in connection with reporting on the financial affairs of the Association.
3. Audit the books prior to the Annual General Meeting or any adjournment thereof.
4. Have the power, if requested to do so by a Special Meeting, to make a special audit at any time.
5. Shall not have the right to vote.

Executive Officer

Appointment of Executive Officer

1. The Executive Committee shall appoint the Executive Officer for such term and on such conditions as it may determine. The Executive Officer shall be entitled to notice of, attend and participate in debate at all meetings of the Executive Committee, but shall have an entitlement to vote.
2. The role, responsibilities and duties of the Executive Officer shall be in accordance with the job description, as determined and approved by the Executive Committee from time to time.

Executive Officer to act as Executive Officer

The Executive Officer shall act as and carry out the duties of Executive Officer of The Association (unless prohibited by law) and shall administer and manage the Association in accordance with this constitution and the associated By-Laws.

Specific Duties

The Executive Officer shall be employed to-

1. As far as practical attend all Executive Committee Meetings and Association Members’ Meetings.
2. In conjunction with the President prepare the agenda for all Executive Committee Meetings and all Association Members’ Meetings.
3. Ensure that minutes of the proceedings of all meetings of the Executive Committee of The Association are both prepared and recorded.
4. Regularly report on the activities of and issues relating to, the conduct and business of the Association.
5. Shall coordinate the correspondence of the Association.
6. Keep full and correct minutes of all resolutions and proceedings of every Association Members’ Meetings and of all Executive Committee Meetings in books provided for that purpose together with a record of the names of members present at all such meetings or delegate to the Registrar either or both of the above duties. The minutes of these meetings shall be copied to all Committee Members and other members as appropriate.
7. The Executive Officer shall have custody of all books, documents, records and registers of the Association other than those required to be kept by or in the custody of the Treasurer.
8. Perform such other duties as the committee may prescribe.
9. Be responsible for the receipt of all moneys paid to or received by or by him on behalf of, the Association and shall issue receipts for those moneys in the name of the Association.
10. Pay all moneys referred to in paragraph (i) into such account or accounts of the Association as the Executive Committee may from time to time direct.
11. Make payments from the funds of the Association with the authority of a general meeting or of the Committee and in so doing ensure that all cheques are signed by any two Executive Committee members.
12. Comply on behalf of the Association with Sections 65 and 156 of the Associations Incorporations Act 2015 in respect of the reporting, accounting and membership records of the Association
13. Whenever directed to do so by the Chairperson, submit to the Executive Committee a report, balance sheet or financial statement in accordance with that direction.
14. Have custody of all books and documents of a financial nature and accounting records of the Association, including those referred to in paragraphs (l) and (m).
15. At an AGM, whereby the Executive Committee is declared vacant, for the purposes of electing a new committee, the Executive Officer shall become the Chairperson.

Broad power to manage

Subject to the Act, this Constitution and By-Laws, any directive of the Executive Committee and to the extent outlined in the Executive Authority Limitations, the Executive Officer has power to perform all such things as appear necessary or desirable for the proper management and administration of The Association.

Executive Officer may employ

The Executive Officer may employ such office or support personnel as are deemed necessary from time to time and such appointments shall be for such period and on such conditions as the Executive Officer determines in so far as rule 1.2 above allows.

Casual Vacancies

Casual vacancies in membership of Executive Committee

A casual vacancy occurs in the office of an Executive Committee member and that office becomes vacant if the Executive Committee member:

1. Dies.
2. Resigns by notice in writing delivered to the Executive Officer or, if the Executive Committee member is the Executive Officer, to the President and that resignation is accepted by resolution of the Executive Committee.
3. Is convicted of an offence under the Act such as:
   1. A person convicted of an indictable offence in connection with the promotion, formation or management of a body corporate; or
   2. A person convicted of an offence involving fraud or dishonesty punishable on conviction by 3 months or more imprisonment; or
   3. A person convicted of a breach of any of the following duties under the Act - care and diligence, good faith and proper purpose, use of position, use of information or the incurring of debt (i.e. insolvent trading).
4. Is permanently incapacitated by mental or physical ill-health.
5. Is absent from more than:
6. Three (3) consecutive Executive Committee meetings; or
7. Three (3) Executive Committee meetings in the same financial year without tendering an apology to the person presiding at each of those Executive Committee meetings; of which meetings the member received notice, and the Executive Committee has resolved to declare the office vacant.
8. Ceases to be a member of the Association (other than the Appointed Executive Committee member).
9. Wherein at a General Meeting of members terminating his or her appointment as an Executive Committee member does pass the subject of a Special Resolution.
10. An undischarged bankrupt or a person whose affairs are under insolvency laws.

Filling a Vacant Executive Committee position

If a vacancy remains on the Executive Committee after the application of rule 10.2.1(e), or when a casual vacancy within the meaning of rule 12.1 occurs in the membership of the Executive Committee:

1. The Executive Committee may appoint a member to fill that vacancy; and
2. A member appointed under this will be eligible for election to membership of the Executive Committee, at the next following Annual General Meeting.

Proceedings of the Executive Committee

Executive Committee to meet

The Executive Committee must meet together for the dispatch of business not less than six (6) times in the calendar year, following the Annual General Meeting of the Association at such place and times as the Executive Committee determine. The Executive Officer shall, on the request of two Executive Committee Members, convene a meeting of the Executive Committee within thirty (30) days.

Executive Committee votes

1. Each Executive Committee member has a deliberative vote; and
2. A question arising at an Executive Committee meeting must be decided by a majority of votes, but if there is no majority, the Chairperson at the Executive Committee meeting will have a casting vote in addition to his or her deliberative vote; except
3. Should there be any agenda item discussed at an Executive Committee meeting relating to a Member Club or Member player and an Office Bearer or Committee member be that member player or a member of that Member Club, he shall be excluded from voting on any decision in relation to that agenda item.

Quorum

At an Executive Committee meeting, fifty percent (50%) of the Executive Committee members constitute a quorum.

When an Executive Committee meeting lapses for want of a quorum, the Executive Officer shall convene a second Executive Committee meeting within a period of fourteen (14) days.

Order of business

Subject to these rules, the procedure and order of business to be followed at an Executive Committee meeting must be determined by the Executive Committee members present at the Executive Committee meeting.

The order of business at an Executive Committee Meeting shall be as follows:

1. Minutes of meeting
2. Acceptance of previous minutes.
3. Correspondence in or out.
4. Financial Statement
5. Accounts
6. Reports
7. Appeals
8. Notices of Motion
9. General Business

In the event of the President and Vice-Presidents being absent from a meeting, a Chairperson shall be elected from the members present. The Chairperson shall then have the same powers and rights as the President in their absence, except that he or she shall have a deliberate as well as a casting vote.

Conflicts

Executive Committee Interests

As required under section 42 of the Act, an Executive Committee member having any direct or indirect pecuniary interest in a contract, or proposed contract, made by, or in the contemplation of, the Executive Committee, must:

1. As soon as he or she becomes aware of that interest, disclose the nature and extent of his or her interest to the Executive Committee; and
2. Not to be present at, or take part in any deliberations or decision of the Executive Committee with respect to that contract.

Material Personal Interest

Rule 14.1 does not apply with respect to a pecuniary interest that exists only by virtue of the fact that the member of the Executive Committee is an employee of the Association or if that pecuniary interest exists only by virtue of the fact that the member of the Executive Committee is a member of a class of persons for whose benefit the Association is established.

The Executive Officer must cause every disclosure made under Rule 14.1 by a member of the Executive Committee to be recorded in the minutes of the meeting of the Executive Committee at which it is made.

Good Order and Behaviour

No member shall make an offensive reflection upon, impugn or impute any improper motives to any other member or Office Bearer. Any member so offending shall immediately withdraw such expression or imputation when requested to do so by the Chairperson. If he refuses, the offender shall not be permitted to further address the Chair at that or any other meeting or be allowed to act as a member of the Committee, until he shall have complied with such request.

Association Members Meetings

Convening Association Members Meetings

The Executive Committee:

1. May at any time convene an Associations Members Meeting for discussions with members about the Association’s business that is not an Executive Committee Meeting or AGM but may include such meetings as:

* Captains Meetings;
* Presidents Meetings;
* Umpires Meetings;
* Affiliation Meetings;
* Other Association members meetings as the Executive Committee may so decide from time to time.

General Meetings

Convening General Meetings

The Executive Committee:

1. May at any time convene a General Meeting for discussions with members about the Association’s business if Quorum at an Executive Committee Meeting so dictates.
2. Must convene Annual General Meetings within the time limits provided for the holding of such meetings by section 50 of the Act, that is, in every calendar year within 6 months after the end of the Association's financial year or such longer period as may in a particular case be allowed by the Commissioner; and
3. Must, within 30 days of:
4. Receiving a request in writing to do so from not less nor greater than twenty percent (20%) of members, convene a special general meeting for the purpose specified in that request; or
5. The Executive Officer receiving a notice under rule 16.1(c) (i) convenes a general meeting to deal with the appeal to which that notice relates.
6. Must, after receiving a notice under rule 16.1(c) (ii) convene a general meeting, no later than the next annual general meeting, at which the appeal referred to in the notice will be dealt with. Failing that, the applicant is entitled to address the Association at that next annual general meeting in relation to the Executive Committee’s rejection of his or her application and the Association at that meeting must confirm or set aside the decision of the Executive Committee.

Notice of Annual General Meeting

1. Subject to Rule 16.1(d), the Executive Officer must give to all members not less than twenty one (21) days notice of an annual general meeting and that notice must specify when and where the annual general meeting is to be held.
2. The Executive Officer shall distribute, at least fourteen (14) days prior to the annual general meeting, an agenda for the meeting stating the business to be transacted, together with any notice of motion received or forms applicable to the intended business.
3. The Annual General meeting shall occur within 6 months after the end of the association’s financial year.
4. The Executive Officer must give a notice under rule 16.1 by:
5. Serving it on a member personally; or
6. Sending it by post and/or email to a member at the address of the member appearing in the register of members kept and maintained and in keeping with rule 6 above.

Notice by Post

When a notice is sent by post under rule 16.2(d)ii, sending of the notice will be deemed to be properly effected if the notice is sufficiently addressed and posted to the member concerned by ordinary prepaid mail.

Special General Meetings

Request for Special General Meeting

The members making a request referred to in rule 16.1(c) (i) must:

1. State in that request the purpose for which the special general meeting concerned is required; and
2. Sign that request.
3. Any notice required to be given to the Association or the Committee may be given—
4. by handing the notice to a member of the Committee; or
5. by sending the notice by post to the registered address; or
6. by leaving the notice at the registered address of the Association.

Special General Meeting not Convened

If a special general meeting is not convened within the relevant period of thirty (30) days referred to:

1. In rule 16.1(c) (i) the members who made the request concerned may themselves convene a special general meeting as if they were the Executive Committee; or
2. In rule 16.1(c) (ii), the members who gave the notice concerned may convene a special general meeting as if he or she were the Executive Committee.

Notice of Special General Meeting

Subject to rule 16 the Executive Officer must give all members not less than fourteen (14) days’ notice of a special general meeting and that notice must specify:

1. When and where the general meeting concerned is to be held; and
2. Particulars of the business to be transacted at the general meeting concerned and the order in which that business is to be transacted.
3. The Executive Officer must give a notice by:
4. Serving it on a member personally; or
5. Sending it by post and/or email to a member at the address of the member appearing in the register of members kept and maintained and in keeping with rule 6 above.

Notice by Post

When a notice is sent by post under rule 17.3, sending of the notice will be deemed to be properly effected if the notice is sufficiently addressed and posted to the member concerned by ordinary prepaid mail.

Notice of General Meeting Business

Notice of Resolutions

Special Resolution

A special resolution may be moved either at a special general meeting or at an annual general meeting, however the Executive Officer must give to all members not less than twenty one (21) days’ notice of the meeting at which a special resolution is to be proposed. In addition to those matters specified in rule 17.1 as relevant, the notice must also include the resolution to be proposed and the intention to propose the resolution as a special resolution. The resolution, if it is passed may only occur by the votes of not less than seventy five percent (75%) of the members of the association who cast a vote at the meeting.

Notice of Special Resolution

The Executive Officer must give a notice under rule 18.1.1 by:

1. Serving it on a member personally; or
2. Sending it by post and/or email to a member at the address of the member appearing in the register of members kept and maintained and in keeping with rule 6 above.

Notice by Post

When a notice is sent by post under rule 18.1.2, sending of the notice will be deemed to be properly effected if the notice is sufficiently addressed and posted to the member concerned by ordinary prepaid mail.

Quorum at General Meetings

Quorum

At a General Meeting fifty percent (50%) of Member Clubs present in person or by proxy constitute a quorum.

Adjournment of General Member’s Meeting

If within thirty (30) minutes after the time specified for the holding of a General Meeting in a notice given under rule 18.1.1:

1. As a result of a request or notice referred to in rule 16.1(c) or as a result of action taken under rule 8.2.2 a quorum is not present, the General Meeting lapses; or
2. Otherwise than as a result of a request, notice or action referred to in rule 17.1 the General Meeting stands adjourned to the same time on the same day in the following week and to the same venue.

Quorum at Adjourned General Member’s Meeting

If within thirty (30) minutes of the time appointed by rule 18.1.1 for the resumption of an adjourned general meeting a quorum is not present, the members who are present in person or by proxy may nevertheless proceed with the business of that general meeting as if a quorum were present.

Chairperson to Adjourn

The Chairperson may, with the consent of a General Meeting at which a quorum is present, and must, if so directed by such a General Meeting, adjourn that General Meeting from time to time and from place to place.

Business of Adjourned Meetings

1. There must not be transacted at an adjourned General Meeting any business other than business left unfinished or on the agenda at the time when the General Meeting was adjourned.
2. When a General Meeting is adjourned for a period of thirty (30) days or more, the Executive Officer must give notice under rule 16.1 of the adjourned General Meeting as if that General Meeting were a fresh general meeting.

Voting Procedure

Voting at General Meetings

At a General Meeting:

1. An ordinary resolution put to the vote will be decided by a majority of votes cast on a show of hands, subject to rule 24; and
2. A special resolution put to the vote will be decided in accordance with section 51 of the Act, as defined in rule 24, and, in accordance with rule 21.1.2, whether or not a poll is demanded.

Declaration by Chairperson

A declaration by the Chairperson of a General Meeting that a resolution has been passed as an ordinary resolution at the meeting will be evidence of that fact unless, during the General Meeting at which the resolution is submitted, a poll is demanded in accordance with rule 21.1.2.

Poll Demanded by Chairperson

At a General Meeting, a poll may be demanded by the Chairperson or by three or more authorised members of member clubs present in person or by proxy and, if so demanded, must be taken in such manner as the Chairperson directs. The poll must be comprised of only authorised committee members of member clubs or their proxy as per rule 24.1 below.

Poll to be taken

A poll demanded under rule 21.1.2 must be taken immediately on that demand being made.

Declaration of Poll

If a poll is demanded and taken under rule 21.1.2 in respect of an ordinary resolution, a declaration by the Chairperson of the result of the poll is evidence of the matter so declared.

If a poll is demanded and taken under rule 21.1.2 in respect of a special resolution, a declaration by the Chairperson is evidenced by votes of not less than three-fourths of the members of the association who are present and cast a vote at the meeting.

Chair of Meeting

Subject to this rule, the President must preside at all Executive Committee meetings and General Meetings.

1. In the event of the absence from a General Meeting of:
2. The President, the Vice-President/s; or
3. Both the President and the Vice-President/s, a member elected by the other members present at the General Meeting, must preside at the General Meeting.
4. In the event of the absence from an Executive Committee meeting of:
5. The President, the Vice-President/s; or
6. Both the President and the Vice- President/s, an Executive Committee Member elected by the other Members present at the Executive Committee meeting, must preside at the Executive Committee meeting: except
7. whereby the Executive Committee is declared vacant at an AGM, for the purposes of electing a new committee, the Executive Officer shall become the Chairperson.

Minutes of meetings of Association

## Proper Minutes

The Executive Officer must cause proper minutes of all proceedings of all general meetings and Executive Committee meetings to be taken and then to be entered within 30 days after the holding of each general meeting or Executive Committee meeting, as the case requires, in a format acceptable by the Executive Committee, kept for that purpose.

## Minutes to be checked and Signed as correct

The Chairperson must ensure that the minutes taken of a general meeting or Executive Committee meeting under rule 23.1, are checked and signed as correct by the Chairperson of the general meeting or Executive Committee meeting to which those minutes relate or by the Chairperson of the next succeeding general meeting or Executive Committee meeting, as the case requires.

## Minutes as evidentiary

When minutes have been entered and signed as correct under this rule, they are, until the contrary is proved, evidence that-

1. The General Meeting or Executive Committee meeting to which they relate (in this rule called "the meeting") was duly convened and held.
2. All proceedings recorded as having taken place at the meeting did in fact take place at the meeting; and
3. All appointments or elections purporting to have been made at the meeting have been validly made.

Voting

Deliberative Vote

Subject to these rules, each member club or Executive Committee member present in person or by proxy at a meeting is entitled to a deliberative vote.

At General Meetings whereby Ordinary and Special Resolutions are put to the vote or a Poll is taken under rules 21.1(a) or 21.1(b), or 21.1.2 the authorised member representing their member club must vote in accordance with the directives of the member club committee.

Casting Vote

An extra vote given to the Chairperson to decide an issue when the votes on each side are equal to resolve the deadlock.

Proxy Voting

A member (in this rule called "the appointing member") may appoint in writing another member who is a natural person to be the proxy of the appointing member and to attend, and vote on behalf of the appointing member at any General Meeting.

Delegations

## Executive Committee may delegate

The Executive Committee may delegate, in writing, to one or more sub-committees (consisting of such member or members of the Association as the Executive Committee deems fit) the exercise of such functions of the Executive Committee as are specified in the delegation other than:

1. The power of delegation; and
2. A function, which is a duty, imposed on the Executive Committee by the Act or any other law.

Delegation may be subject to conditions and limitations

Any delegation under rule 25.1 may be subject to such conditions and limitations as to the exercise of that function or as to time and circumstances as are specified in the written delegation and the Executive Committee may continue to exercise any function delegated.

Executive Committee May Revoke any Delegation

The Executive Committee may, in writing, revoke wholly or in part any delegation under rule 25.2

Sub-Committees

Executive Committee may delegate functions to Sub-Committees

The Executive Committee, may be instrument in writing, create, establish or appoint from among its own membership or otherwise, sub-committees to carry out such duties and functions, and with such powers, as the Executive Committee determines. An instrument under this provision shall indicate the duration of the committee, which may be of a fixed term or of an enduring nature.

Delegation by instrument

The Executive Committee may in establishing the instrument, delegate such functions as a specified in the instrument, other than:

1. This power of delegation; and
2. A function imposed by the Executive Committee by the Act, any other law or this Constitution.

Delegated Function Exercised in Accordance with Terms

A function, the exercise of which has been delegated under rule 26.2(b), may whilst the delegation remains unrevoked, be exercised from time to time in accordance with the terms of the delegation.

Procedure of Delegated Entity

The procedures for any committee established should, with any necessary or incidental amendment, be the same as that applicable to meeting of the Executive Committee under rule 13.1. The quorum shall be determined by the committee, but shall not be less than the majority of the total number of committee members.

Notwithstanding the specific construct of a committee, the President and the Executive Officer shall be ex-officio members of any committee so appointed, in a non-voting capacity.

With fourteen (14) days of any meeting of a committee, the committee shall provide a copy of the minutes and any supporting documents to the Executive Officer.

Delegation may be Conditional

A delegation under this rule may be made subject to such conditions or limitations as to the exercise of any function or at the time or circumstances as may be specified in the delegation.

Revocation of the Delegation

The Executive Committee may be instrument in writing, revoke wholly or in part any delegation made under this rule, and may amend, repeal or veto any decision made by such committee under this rule where such decision is contrary to this Constitution, the By-Laws, the Act, the object of the Association or the committee delegation.

Right to Co-opt

It is expressly acknowledged the Executive Committee shall have the right to co-opt any person with appropriate experience or expertise to assist a Sub-Committee or the Executive Committee, in respect of such matters and on such terms as the Executive Committee thinks fit. Any person so co-opted shall not exercise right of an Executive Committee member, but shall act in an advisory role only.

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Rules of the Association

Association may recind or alter Rules

The Association may alter or rescind these rules, or make rules additional to these rules, in accordance with the procedure set out in Part 3 Division 2 of the Act.

Alter Rules by Special Resolution

Subject to rule 27.1 the Association may alter its rules by special resolution but not otherwise.

1. Within one (1) month of the passing of a special resolution altering its rules, or such further time as the Commissioner may in a particular case allow (on written application by the Association), the Association must lodge with the Commissioner notice of the special resolution setting out particulars of the alteration together with a certificate given by a member of the Executive Committee certifying that the resolution was duly passed as a special resolution and that the rules of the Association as so altered conform to the requirements of this Act.
2. An alteration of the rules of the Association does not take effect until rule 27.2(i) is complied with.
3. An alteration of the rules of the Association having effect to change the name of the Association does not take effect until rule 27.2(i) are complied with and the approval of the Commissioner is given to the change of name.
4. An alteration of the rules of the Association having effect to alter the objects or purposes of the Association does not take effect until rule 27.2(i) are complied with and the approval of the Commissioner is given to the alteration of the objects or purposes.

Rules are binding

These rules bind every Member and the Association to the same extent as if every Member and the Association had signed and sealed these rules and agreed to be bound by all their provisions.

Interpretation

In case of any question arising not provided for in these Rules, or as to the interpretation of any rules herein, the opinion of the Executive Committee shall be taken and acted upon.

By-Laws

Executive Committee to Formulate By-Laws

The Executive Committee may (by itself or by delegation to a committee) formulate, approve, issue, adopt, interpret and amend such by-laws, regulations and policies for the proper advancement, management and administration of the Association, the advancement of the objects of the Association and the sport of cricket as it thinks necessary or desirable. Such By-Laws must be consistent with this Constitution.

By-Laws Binding

All By-Laws made under this rule shall be binding on the Association and its Membership.

By-Laws Deemed Applicable

All By-Laws, regulations and policies of the Association in force at the date of the approval of this Constitution under the Act in so far as such by-laws, regulations and policies are not inconsistent with, or have been replaced by this Constitution, shall be deemed to be By-Laws under this rule.

Notices Binding on Members

Amendments, alterations, interpretations or other changes to By-Laws shall be advised to the membership by means of notices approved by the Executive Committee and prepared and issued by the Executive Officer. Member Clubs shall be obliged to draw such notices to the attention of their respective members. Notices are binding upon the membership and their Associate Members.

Common Seal of the Association

The Association may have a common seal on which its corporate name appears in legible characters.

Affixing the seal

1. The common seal of the Association must not be used without the express authority of the Executive Committee and every use of that common seal must be recorded in the minute book referred to in rule 23.1
2. The affixing of the common seal of the Association must be witnessed by any two of the President, the Executive Officer and/or Vice Presidents.

Safe custody of the seal

The common seal of the Association must be kept in the custody of the Executive Officer or of such other person as the Executive Committee from time to time decides.

Executing documents without common seal

The Association may execute a document without using a common seal if the document is signed by —

* 1. Two (2) Executive committee members; or
  2. One (1) Executive Committee member and a person duly authorised by the committee.

Inspection of Records

A member may at any reasonable time inspect without charge the books, documents, records and securities of the Association. The requesting member who wishes to make a copy of, or take an extract from, the records is to provide a statutory declaration setting out the purpose for which the copy or extract is required and declaring that the purpose is only connected with the affairs of the Association. The Executive Committee shall determine a reasonable charge for the cost of complying with the request to make a copy of, or take an extract from, the records.

Disputes and mediation

The grievance procedure set out in this rule applies to disputes under these rules between:

1. A member and another member; or
2. A member and the Association; or
3. If the Association provides services to non-members, those non-members who receive services from the Association, and the Association.

Parties to resolve the dispute

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.

Mediation

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.

The mediator must be:

1. A person chosen by agreement between the parties; or
2. In the absence of agreement:
3. In the case of a dispute between a member and another member, a person appointed by the Executive Committee of the Association.
4. In the case of a dispute between a member or relevant non-member (as defined by rule 5) and the Association, a person who is a mediator appointed to, or employed with, a not for profit organisation.
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:
9. Give the parties to the mediation process every opportunity to be heard.
10. Allow due consideration by all parties of any written statement submitted by any party; and
11. Ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
12. The mediator must not determine the dispute.
13. The mediation must be confidential and without prejudice.
14. If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

Winding up and Amalgamation

Winding up or Dissolution

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 must not be paid to or distributed among the members, or former members. The surplus property must be given or transferred to another association incorporated under the Act which has similar objects and which is not carried out for the purposes of profit or gain to its individual members, and which Association shall be determined by special resolution of the members.

Amalgamation

Should an amalgamation of the Association with another Association (approved by the Commissioner) be proposed, it shall occur by special resolution as per rule 18.1.1 above and include the following for members to decide:

1. The terms of the amalgamation; and
2. The name and objects of the new body; and
3. The rules of the new body.