

DRAFT CLUB CONSTITUTION
RULES of the INVERCARGILL OLD BOYS CRICKET CLUB

(Incorporated)

Established in 1988 as part of the amalgamation of the Invercargill Cricket Club and Old Boys Cricket Club

1. TITLE AND SITUATION

- (a) The name of the Club shall be the 'INVERCARGILL OLD BOYS CRICKET CLUB INC'.
- (b) The Club headquarters shall be domiciled in the section of Queens Park known as the Queens Park Oval.
- (c) The name of the Club, or the headquarters of the Club, shall not be altered without the concurrence of a majority of the members present at a meeting specifically called for that purpose.

2. CLUB COLOURS

- (a) The colours of the Club shall be Black and Red, with black forming the dominant background.
- (b) The colours of the Club and the format, together with the Club emblem, shall not be altered without the concurrence of a majority of the members present at a meeting specially called for that purpose.

3. CONSTITUTION

The Club shall consist of those members who have been elected or who may, from time to time, be elected in accordance with the Rules of the Club and who retain membership in accordance with the said Rules. On election, all members shall be bound by the Rules of the Club.

4. OBJECTS

The objects for which the Invercargill Old Boys Cricket Club is established are:

- (a) To foster, control, promote, advance and encourage the game amongst cricketers of all ages while upholding the highest standards of behaviour and sportsmanship at all times.
- (b) To be affiliated and to be bound by the Rules and Regulations of the Southland Cricket Association and to uphold the Rules and Regulations of the game of cricket as prescribed from time to time by the Southland Cricket Association.
- (c) To consider and adjudicate upon all disputes between the Invercargill Old Boys Cricket Club and its members, and all matters, whether of misconduct or otherwise arising out of playing, control, organisation or administration of cricket

within the Invercargill Old Boys Cricket Club and to adjudicate on any appeals referred to it.

- (d) To implement disciplinary procedures and to impose sanctions and penalties including the power to impose fines, suspension or disqualification from playing in any match for the Invercargill Old Boys Cricket Club played under the jurisdiction of the Southland Cricket Association.
- (e) To purchase, take or lease, hire or otherwise acquire and hold real and personal property, rights and privileges which the Invercargill Old Boys Cricket Club think necessary for the attainment of any of its objects or general promoting, carrying on and fostering the game of cricket.
- (f) To sell, lease, mortgage, charge or otherwise dispose of any of the property of the Invercargill Old Boys Cricket Club and to grant such rights and privileges there over in such a manner as the Executive Committee may from time to time deem necessary and proper.
- (g) To control and raise money, including the power to borrow money by way of Bank overdraft or otherwise for the purposes of the Invercargill Old Boys Cricket Club, and to secure the payment thereof by way of mortgage or charge over all or any part of the real or personal property of the Invercargill Old Boys Cricket Club, or by debenture or bonds payable to bearer or otherwise, and either secured by mortgage in favour of Trustees or otherwise.
- (h) To raise money by subscriptions levies, grants, sponsorship or donations or otherwise and to invest the funds of the Invercargill Old Boys Cricket Club upon such securities and upon such terms and conditions as may from time to time be determined by the Executive Committee.
- (i) To make regulations and by-laws for the governance, control and management of the Invercargill Old Boys Cricket Club and to establish and maintain an effective management system in order to implement the objects of the Invercargill Old Boys Cricket Club.
- (j) To generally do all things whatsoever for the benefit of cricket which may be deemed expedient or which may be directly or indirectly incidental or ancillary to the objects of the Invercargill Old Boys Cricket Club PROVIDED HOWEVER that the foregoing objects shall in no way limit the rights and powers conferred upon Societies incorporated under "the Incorporated Societies Act 1908" and its amendments.

5. MEMBERSHIP

Any player seeking to become a Playing Member of the Club for a particular season must do so in writing to the Executive Committee at the beginning of that season and if required every subsequent season. The Executive Committee shall have the right to accept and/or decline or impose conditions on any application for Playing Membership.

6. LIFE MEMBERSHIP AND HONORARY CRICKET MEMBERSHIP

- (a) The Executive Committee may recommend to a General Meeting of the Club, any person who has made an outstanding contribution to cricket or cricket administration in the Club for election as a Life Member of the Invercargill Old Boys Cricket Club.
- (b) The Executive Committee may recommend to a General Meeting of the Club any person who has rendered distinguished service to cricket or cricket administration for election as an Honorary Cricket Member of the Invercargill Old Boys Cricket Club.
- (c) Life Members and Honorary Cricket Members shall have the same privileges as current playing members of the Club.
- (d) A Life Member and an Honorary Cricket Member may, with or without notice, attend any meeting of the Invercargill Old Boys Cricket Club and may take part in any discussion at such meeting and shall be entitled to move or second motions or to vote.
- (e) The membership of a Life Member or of an Honorary Cricket Member may be terminated by a resolution of the Executive Committee.

7. TERMINATION OF MEMBERSHIP

- (a) Any Member may at any time resign from the Club on giving the Secretary notice in writing of his intention to do so but such member so resigning shall remain liable for the payment of any subscription or other sum due by him for that or any previous financial year. The Member will not be entitled to any refund for any subscription paid or other monies paid by him in advance. PROVIDED THAT the Executive Committee may at its discretion refund to any Member so resigning any portion of his subscription as it shall think fit.
- (b) Any Member who is nine months or more in arrears with his annual subscription or any monies due by him to the Club shall be liable to have his Membership terminated by the Executive Committee. Any such member shall not be released from his liability for any such arrears of subscriptions or other monies due as at that date of such termination.

8. ANNUAL SUBSCRIPTION

- (a) Subscriptions shall be fixed for the following sections of the Club for the ensuing season by a Resolution of Members present at the Annual General Meeting or at a Special General Meeting of the club. The Groupings of Subscriptions are:
 - (i) Senior Men/Women
 - (ii) Junior Men/Women
 - (iii) Full-time University, Polytech and Training College Students
 - (iv) Secondary School Students

- (v) Primary School Students
- (vi) Casual
- (vii) Team Subscription
- (viii) Supporters

- (b) Any Member who is not able to play throughout the season either because of absence from Southland or for other reasons shall be entitled to apply to the Executive Committee for a reduction (if any) in his subscription. The amount of such reduction (if any) shall be at the discretion of the Executive Committee.
- (c) The subscriptions of all Playing Members shall be due and payable on the opening day of competition play as set down by the Southland Cricket Association and shall be paid in advance and not later than on 31 March each year.
- (d) The Executive Committee may at its discretion remove from the list of Members the name of any Member whose subscription or any part thereof for the current season shall be unpaid by the 30th day of November in any year. Such a Member shall thereupon cease to be entitled to the privileges of Membership without, however, being released from his liability for the arrears of subscription due.
- (e) The subscription of Playing Members elected during the season shall be due and payable immediately upon their election. The amount of such subscription shall be at the discretion of the Executive Committee.
- (f) At the beginning of a new season and at any time thereafter, no player shall be eligible to play nor shall be selected in any club team in any competition match until any outstanding subscription (s) in full have been paid to the Club.

9. ANNUAL GENERAL MEETING

- (a) The Annual General Meeting of members of the Club shall be held during August each year.
- (b) The business of the Annual General Meeting shall be:-
 - (i) To receive apologies (Note: Proxies at General Meetings will not be acceptable)
 - (ii) Confirmation of Minutes and Business arising.
 - (iii) Election of Life and Honorary Cricket Members
 - (iv) Acceptance of Resignations.
 - (v) To Receive and adopt the Annual Report.
 - (vi) To Receive and adopt the audited Statement of Financial Performance and Statement of Financial position for the previous financial year.
 - (vii) To elect Officers.
 - (viii) To elect an Auditor.
 - (ix) To consider motions of which notice has been given.
 - (x) To transact general business.
- (c) The order in which the business is transacted shall be determined by the Chairman.

- (d) Printed notice of all General Meetings shall be given to Members at least seven days before the meeting.

10. SPECIAL GENERAL MEETING

- (a) A Special General Meeting of members may be called at any time by the Executive Committee or by requisition signed by not less than eight (8) financial members. The requisition shall be addressed to the Secretary and shall set out specifically the business for which the Special General Meeting is required.
- (b) Upon receipt of such a requisition the Secretary shall forthwith take the necessary steps to convene the meeting. The notice to members of a Special General Meeting shall be the same as that prescribed for the Annual General Meeting. At a Special General Meeting only the business set out in the notice convening the meeting shall be considered, provided that the meeting may, by unanimous vote, permit the consideration of additional business.

11. QUORUM

- (a) At all general meetings of members of the Club the quorum shall be eight (8) financial members of the Club. If after the expiration of such time as the Chairman shall decide from the time appointed for the commencement of the meeting there is no quorum present, the Chairman shall adjourn the meeting to a date and time to be determined by the meeting. Notice of the new date and time shall be given by the Secretary in the manner prescribed for notice of a general meeting. If at the resumed meeting there is still no quorum present then those present shall constitute a quorum and shall be entitled to transact the business of the meeting.
- (b) In the case of a Special General Meeting called by requisition of members, if there is no quorum present the Chairman shall have discretion to adjourn the meeting in the manner prescribed in Section 1 hereof or to declare such meeting lapsed.
- (c) At all meetings of the Executive Committee the quorum shall be four.
- (d) At all sub-committee meetings the quorum shall be as decided by the sub-committee.

12. VOTING

At all meetings of the Executive Committee and at all General Meetings of members voting shall be on the voices, save where a vote is challenged, when a show of hands shall be taken.

13. CHAIRMAN

At all general meetings of members and at all meetings of the Executive Committee the Chairman shall have a deliberative vote, and in the event of equality of voting a casting vote in addition. The Chairman's ruling shall be final on any point of order. The Chairman

shall be elected by the Executive Committee from time to time but in any event at the first meeting following the Annual General Meeting in each year.

14. FINANCIAL YEAR

- (a) The Financial year of the Club shall conclude on the 31st May each year, and commence on the 1st June each year.
- (b) A report of the year's activities together with a Statement of Financial performance shall be prepared by the Executive Committee for presentation to the Annual General Meeting.
- (c) The Auditor shall be a current member of the New Zealand Accountants Society and preferably a practising Chartered Accountant.

15. OFFICERS

The Officers of the Club shall consist of a Patron, President, Vice-Presidents, Club Captain, Secretary and Treasurer. One or more of the above offices may be held by one person.

16. ELECTION OF OFFICERS AND MEMBERS OF EXECUTIVE COMMITTEE

- (a) The Officers of the Club and Members of the Executive Committee shall be elected at the Annual General Meeting and shall continue in office until their successors are appointed.
- (b) Any vacancy occurring during the year can be filled by the Executive Committee
- (c) No member whose subscription is in arrear or who is otherwise unfinancial may be elected to any office in the Club.
- (d) A candidate for office in the Club must be proposed by one member and seconded by another. If the candidate is not present at the meeting, then the person proposing him must produce evidence satisfactory to the Chairman that such candidate is willing to accept office.
- (e) Where the number of candidates is greater than the number of offices to filled, a ballot shall be held. Scrutineers for the conduct of the ballot shall be appointed by the Chairman.

17. EXECUTIVE COMMITTEE

- (a) The Executive Committee shall consist of the Officers of the Club and no less than five (5) other Members elected as per Rule 16. Life Members shall be members of the Executive Committee ex-officio.
- (b) The Executive Committee shall have the Management of the Club affairs and shall have power to make, alter or rescind by-laws not repugnant to the Rules. All regulations made by the Executive Committee shall be binding on every member of the Club until set aside by a General Meeting of the Club.

- (c) Meetings of the Executive Committee may be called by the Secretary at any time or on such dates as the Executive Committee shall determine. They shall be held at least once each calendar month during the cricket season.
- (d) Should any member of the Executive Committee, with the exception of the Patron, President and Vice-Presidents, be absent from three ordinary meetings without an explanation in writing, duly accepted by the Executive Committee by resolution as satisfactory, he shall be deemed to have vacated his office.
- (e) The Executive Committee shall inform members of all regulations made by it and report same to the next General Meeting of the Club. It shall also make a report to the Annual General Meeting on the state of the Club generally.

18. POWERS AND DUTIES OF THE EXECUTIVE COMMITTEE

The role of the Executive Committee is to ensure that cricket is managed according to the objects of the Club. The Executive Committee shall have the following duties:

- (a) To adopt and regularly review a strategic plan for the Invercargill Old Boys Cricket club which includes goals and objectives for the Club and measures of short term and long term success. Any strategic plan for the Invercargill Old Boys Cricket club shall be circulated to members for comment not less than 28 days prior to the Executive Committee Meeting where it will be considered for adoption.
- (b) To adopt an annual plan and budget for financial performance and to monitor results against the annual plan and budget.
- (c) To make, repeal and amend all such by-laws and regulations (including a Code of Conduct) as it thinks expedient for the management of the Invercargill Old Boys Cricket Club or for the furtherance of its objects including rules and regulations to govern.
- (d) To adopt clearly defined delegations of authority from the Executive Committee to the Secretary or Treasurer and to confirm any delegations below this to the members of the Executive Committee.
- (e) To impose any penalty upon any Member thereof who are found guilty of breaching any of the rules, by-laws, (including any Code of Conduct), or of refusing to give effect to any resolution passed by any General meeting of the Invercargill Old Boys Cricket Club.
- (f) To control expenditure and to raise any money as provided by the objects of the Invercargill Old Boys Cricket Club.
- (g) Generally to carry out the objects of the Invercargill Old Boys Cricket Club and to deal with any matter not provided for in these rules.

- (h) To determine the process to apply in respect of appointment of Selectors, Managers, Coaches, Captains and Vice Captains of club teams.
- (i) To ensure that the Invercargill Old Boys Cricket Club has in place the necessary and appropriate internal reporting systems and controls together with the means of monitoring performance and results.
- (j) To ensure that the Invercargill Old Boys Cricket Club meets its Club and Association obligations.
- (k) To review the Executive Committees own processes and effectiveness.
- (l) To ensure that the communication with all its members and interested parties is of the highest standard.
- (m) To recommend any changes in the rules and regulations of the Club.
- (n) Generally to do all things it deems necessary to uphold the law of cricket and the spirit of the game.

The Executive Committee shall have, in addition to all such administrative powers as may be necessary for properly carrying out the objects of the Invercargill Old Boys Cricket Club as herein before set forth, the following particular powers and authorities:

- (o) To appoint Subcommittees from within its own number or otherwise and to delegate to them such powers and responsibilities as it shall determine. The Subcommittees shall report as directed by the Executive Committee. The Chairperson of the Executive Committee or a Executive Committee Member nominated by him or her shall have the right to attend any meeting of any Subcommittee.
- (p) To hold an enquiry or appoint a person or persons to hold an enquiry into and impose such punishment as it thinks fit in case of misconduct by any team, player or official while under the direct control of the Invercargill Old Boys Cricket Club or for such other reason as the Executive Committee shall decide. For the purposes of such enquiry to summon witness to appear and give evidence and in the event of failure or refusal to attend to impose such penalty as the Executive Committee may consider fit.
- (q) In fulfilling the objects of the Invercargill Old Boys Cricket Club to invest any of the property, assets and income in a manner appropriate for a professional trustee operating under New Zealand law. The Executive Committee may by resolution delegate the investment and management of its investments to a Fund Manager.
- (r) To open and operate in the name the Invercargill Old Boys Cricket such banking accounts as deemed necessary.
- (s) To enter into any agreement in the name of and on behalf of the Invercargill Old Boys Cricket Club for sharing profits, or for mutual assistance with any affiliated

Member, person or persons or body corporate which it may seem to the Executive Committee is capable of directly or indirectly benefiting the Invercargill Old Boys Cricket Club.

- (t) To fill any vacancy on the Executive Committee which may occur by death, resignation or otherwise of an Executive Committee Member, or to co-opt any Member to the Executive Committee that it sees fit at any time.
- (u) To call Special General Meetings of the Invercargill Old Boys Cricket Club.
- (v) If any case should occur which is not, or which in the opinion of the Executive Committee is not, provided for by these Rules, it shall be determined by the Executive Committee in such manner as it shall think fit, and it may (if it thinks fit to do so) report the case with its decision to a General Meeting of the Invercargill Old Boys Cricket Club for confirmation.
- (w) To admit any person to membership and to terminate such membership

19. PECUNIARY GAIN

No Member of the Club shall derive any pecuniary gain (except by way of honorarium for services rendered voted by a General Meeting of Members) from any property or operations of the Club.

20. MINUTE BOOK

The Secretary shall keep a Minute Book of all proceedings of the Club which shall be produced at every General Meeting and every Executive Committee Meeting.

21. BY-LAWS

The Executive Committee shall have power to make, amend, rescind and enforce by-laws for the good management of the Club and such by-laws shall be notified to Members by notice affixed to the pavilion at Hagley Oval or shall notify Members of such by-laws in such other manner as the Executive Committee shall see fit.

22. DISCIPLINE AND COMPLAINTS

- (a) Any Members or persons having any complaint to make concerning the club or any of its Members shall, at the earliest opportunity, state his complaint in writing addressed to the Secretary stating fully the grounds of such complaint. The Secretary shall then call a meeting of the Executive Committee and shall notify the Member or person making the complaint and the Member or Members against whom such complaint is made, requesting those Members to attend such meeting. The complaint will be considered by the Executive Committee according to the evidence submitted to them by the Member or person making the complaint and the Members against whom such complaint is made.

- (b) The Executive Committee shall have power to discipline any Member or Members and shall have power to terminate the Membership of any Member or Members for conduct prejudicial to the good name and interest of the Club in terms of the penalties provided herein.
- (c) Upon receipt of any such complaint against any Member or Members and pending a hearing of any such complaint as foresaid the Executive Committee shall have power to suspend each Member or Members pending the consideration of the Executive 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.
- (d) The Executive Committee shall have power to nominate a person or persons to hear the complaint on its behalf.
- (e) Penalties – the Executive Committee or its Nominee pursuant to this clause shall have the power to impose the following penalties:
 - (i) provide a warning or censure to the Member; or
 - (ii) impose a fine not exceeding \$500.00 and/or;
 - (iii) suspend or terminate the Membership of the Member; or
 - (iv) impose a suspended sentence on the Member.

23. CUSTODY AND USE OF COMMON SEAL

The Club shall have a Common Seal, which shall be kept in the custody of the Secretary, and shall only be affixed to documents at a meeting of the Executive Committee or in pursuance of a resolution of the Executive Committee. The affixing of the Common Seal shall always be attested by at least one other Member. As regards third parties, the Common Seal shall be deemed to have been duly affixed if the affixing thereof purports to be attested by one other Member of the Executive Committee, and that notwithstanding invalidity in the appointment of any Member of the Executive Committee or any irregularity in the Meeting at which the Common Seal is affixed or any other matter connected with the affixing of the same. And as regards third parties, the signatures of the persons purporting to attest the affixing of the Common Seal, shall be sufficient evidence that those persons are members of the Committee.

24. ALTERATION OF RULES

With the exception of a Resolution to wind up the Invercargill Old Boys Cricket Club pursuant to Rule 26 herein, no existing Rule shall be altered or repealed nor shall new Rules be added without the consent of the majority of the Members present at the Annual General Meeting, or at a Special General Meeting called for that purpose, and unless at least seven (7) days notice of such proposed alteration, repeal or addition shall have been given to each Member by the Secretary in writing clearly defining the proposed change.

25. INTERPERATION OF RULES

The decision of the Executive Committee on the interpretation of Rules or any matter or things not contained in these Rules, and pertaining to the Club, its property or interests, shall be conclusive and binding on all members until revoked at a Annual General Meeting or a Special General Meeting.

26. WINDING UP

The Invercargill Old Boys Cricket Club shall not be dissolved except upon a motion passed by a 75% majority of the votes recorded at a 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 Invercargill Old Boys Cricket Club shall be distributed to such organisation (s) having the same or similar charitable objects as the Club in such proportions as the Members may resolve at the General Meeting which passes the resolution dissolving the Invercargill Old Boys Cricket Club provided however that no part of the income or other funds of the Invercargill Old Boys Cricket Club shall be used for the private pecuniary profit of any individual person.

Constitution adopted at AGM on XX August 20XX.