



# TAITA DISTRICT CRICKET CLUB INCORPORATED

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# CONSTITUTION

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## **1 Name**

- 1.1 The name of the Club is the Taita Districts Cricket Club Incorporated (“the Club”)

## **2 Purpose**

- 2.1 The purpose of the Club is to promote and develop to a high standard the playing, coaching, administration and enjoyment of the game of cricket in the Taita District and surrounding suburbs, in accordance with the rules of the game and the requirements of Cricket Wellington and New Zealand Cricket.

In particular to:

- a) Identify, attract, develop and retain talented cricket players and coaches
  - b) Provide those wishing to play cricket with a supportive environment in which to do so
  - c) Foster and promote junior cricket for boys and girls
- 2.2 Pecuniary gain is not a purpose of the Club.

## **3 Powers**

- 3.1 In general the Club has the power to:
- a) Purchase, Lease, Hire or by any other means, acquire any real or personal estate, chattels, gear or apparatus necessary for the purposes of the Club.
  - b) Sell, Lease, Exchange, Mortgage, Improve, Manage, Develop or otherwise deal with all or any part of the real and personal estate of the Club or which the Club has or may hereafter have any beneficial interest.
  - c) Enter Into, Manage and Terminate Contracts or other arrangements with Employees, Sponsors, Members and any other Persons and Organisations.
  - d) Invest in any investment that a trustee might invest in. The investment of funds should follow a low/medium risk strategy.
  - e) Borrow money and provide security for that as may from time to time be determined by the Club.
  - f) Promote Good Spirit amongst its members, members of other clubs, and members of the community, and to manage, promote and foster any other game, pastime or pursuit which may be deemed desirable.
  - g) Determine who are its members, withdraw, suspend, or terminate membership.
  - h) Do all such other things as are incidental or conducive to the attainment of the objects and the exercise of the powers of the Club

## 4 Membership

### 4.1 Types of Members

Membership may comprise different classes of membership as decided by the Club.

### 4.2 Membership of the Club shall be open to any person approved by the Management Committee and having completed a membership application form and having paid or be paying the relevant subscription as determined by the Management Committee.

### 4.3 Membership of the Club consists of the following categories of membership:

- a) **Playing** - any person 14 years of age or over shall be eligible for full playing membership of the Club unless they have been listed as a defaulter by any cricket association affiliated to New Zealand Cricket, although the Management Committee may accept any application for full playing membership in its absolute discretion.

**Junior** - any person of primary or intermediate school age who is registered as a member of the Junior section of the Club on a database maintained for this purpose by the Management Committee. Junior members have no voting rights.

- b) **Life Members** - the Club shall also have the power at any Annual General Meeting or Special General Meeting to elect Life Members whose Life Membership shall carry with it all the Club's privileges including eligibility to hold any office in the Club. Prospective Life Members must be approved by the Management Committee before such meeting and election. By virtue of being elected as a Life Member they will be considered to be Non-Playing members.

- c) **Vice Presidents** - the Club shall also have power at any Annual General Meeting or Special General Meeting to elect Vice Presidents whose election shall carry with it all the Club's privileges including eligibility to hold any office in the Club. Prospective Vice Presidents must be approved by the Management Committee before such meeting and election. By virtue of being elected as a Vice President they will be considered to be Non-Playing members.

- d) **Non-Playing Member** - Social members shall be eligible for membership on the same basis as Playing Members. By virtue of being elected to the Management Committee all Members of that Committee will be considered to be Non-Playing members.

### 4.4 Playing Members, Life Members, Vice Presidents and Non-Playing Members only shall have the right to hold office in accordance with the rules, and equal vote and voice in all business and concerns of the Club.

### 4.5 Register of Members

- a) A register of members shall be kept by the Management Committee (The Register), which shall contain the names, the postal and email addresses and telephone numbers of all members.
- b) If a member's contact details change, that member shall provide the new details to the Secretary.
- c) Each member shall provide any other details as the Management Committee requires.
- d) The Management Committee may use this Register to communicate with members.

## **5 Cessation of Membership**

- 5.1 Any member of the Club including any patron, life member, vice president, officer, or honorary member who fails in the observance of any rule or regulation of the Club which for the time being members are expected to observe, or whose character is considered by the Management Committee to be undesirable or whose conduct may be prejudicial to the interests of the Club may be removed from the Club by a resolution to that effect passed by a simple majority of the Management Committee.
- 5.2 The Management Committee shall have the power to strike off the membership of any members whose subscription as determined by the Management Committee has not been paid by the due date determined by the Management Committee. Any member who is in default may have his name forwarded to Cricket Wellington to be dealt with by that association in accordance with the rules of that body.
- 5.3 Any person ceasing to be a member of the Club remains liable to the Club for all subscriptions and other monies due prior to cessation of membership. Such person shall return to the Club any property of the Club in that person's possession or under that person's control.
- 5.4 The Club shall be entitled to withhold consent to a transfer of a player to another club until the player has complied with Rule 5.3.
- 5.5 A member may resign at any time upon giving notice of his intention to do so to the Club Captain. On acceptance, or if he or she should fail to give such notice, he or she shall be liable for such part of subscriptions as the Management Committee shall determine.

## **6 Patron**

- 6.1 There shall be an office of Club patron.
- 6.2 The manner of nomination and election of the office of patron shall be the same as the procedure set down for life membership in rule 4.3 b).

## **7 Management Committee**

- 7.1 The affairs of the Club shall be managed by a Management Committee comprised of the following:
  - a) President
  - b) Chairman
  - c) Club Captain
  - d) Secretary
  - e) Treasurer
  - f) Up to five other members who shall be elected at the Annual General Meeting.

## **8 Duties of the Management Committee**

- 8.1 The specific duties pertaining to each role on the Management Committee are as determined by the Management Committee.
- 8.2 Subject to the rules of the Club (“The Rules”), the role of the Management Committee is to:
- a) Administer, manage, and control the Club
  - b) Carry out the purposes of the Club, and Use Money or Other Assets to do that
  - c) Manage the Club’s financial affairs
  - d) Set accounting policies in line with generally accepted accounting practice
  - e) Delegate responsibility and co-opt members where necessary
  - f) Appoint sub-committees as deemed necessary
  - g) Ensure that all Members follow the Rules
  - h) Decide how a person becomes a Member, and how a person stops being a Member
  - i) Decide the times and dates for Meetings, and set the agenda for Meetings
  - j) Decide the procedures for dealing with complaints
  - k) Set Membership Fees, including subscriptions and levies. Advise members of the date on which payment is due and the terms of payment
  - l) Make regulations.
- 8.3 At all Management Committee meetings four members shall constitute a quorum.
- 8.4 Any member who shall miss three consecutive Management Committee meetings without reasonable excuse and a tendered apology shall be deemed to have resigned.
- 8.5 The Management Committee shall appoint a selection committee for the purpose of selecting teams and appointing captains for all teams who represent the Club.
- 8.6 The Committee has all of the powers of the Club, unless the Management Committee’s power is limited by these Rules, or by a majority decision of the Club.
- 8.7 All decisions of the Management Committee shall be by a majority vote. In the event of an equal vote, the Chair shall have a casting vote, that is, a second vote.
- 8.8 Decisions of the Management Committee bind the Club, unless the Management Committee’s power is limited by these Rules or by a majority decision of the Club.

## **9 Election of Officers and Management Committee members**

- 9.1 All Officers and members of the Management Committee as defined in Rule 7.1 and the Management Committee members referred to in Rule 9.1 shall be elected at the Annual General Meeting.
- 9.2 The Management Committee has the power to appoint a member to fill any casual vacancy on the Management Committee until the next Annual General Meeting.

## **10 Auditor**

- 10.1 An auditor, who, if possible, shall be a member of the New Zealand Institute of Chartered Accountants, shall be appointed and shall hold office until he resigns or is replaced at an Annual General Meeting of the Club. The Auditor shall review all accounts, balance sheets, and financial reports of the Club prior to each year's Annual General Meeting.

## **11 General Meetings**

- 11.1 **Annual General Meeting:** The Club shall hold an Annual General Meeting each year following the end of the preceding season and prior to the start of the next season.
- 11.2 **Notice:** Notice of all General Meetings of the Club shall be given not less than fourteen days prior to the meeting. Notices shall state the time, date and place of the meeting.
- 11.3 **Failure to give notice:** the accidental omission to give notice to or the non-receipt of any notice by any Member or any other person entitled to such notice shall not invalidate the proceedings of any general meeting to which such notice relates.
- 11.4 **Special General Meetings:** A general meeting other than an Annual General Meeting shall be convened by the Secretary or President whenever required by the Management Committee or by written request by not less than eight members. Notice for a Special General Meeting will include reasons for calling the meeting. Such meetings shall be called within twenty days of receipt of the request and not less than seven days' notice shall be sent to all Club members. The Special General Meeting must only deal with the business for which it was requested.
- 11.5 **Powers of the Club in General Meeting:** The following business will be transacted at the Annual General Meeting:
- a) Approving the Minutes of the previous Annual General Meeting
  - b) Receiving and considering the Annual Report and Financial Statements
  - c) Election of the Office holders and Management Committee
  - d) Election of Patron
  - e) Election of Life Members and/or Vice Presidents (if any)
  - f) Election of an Auditor
  - g) Motions to be considered
  - h) General Business

## **12 Procedure and Voting at Meetings**

- 12.1 All members may attend and vote at General Meetings.
- 12.2 For all General Meetings, a total of ten financial members or Life Members shall form a quorum. At any General meeting when there is not a quorum the Chairman may adjourn the meeting to such time and date as he may decide provided that notice of the new date and time shall be given by the Management Committee as prescribed for notice of a general meeting. If no quorum is obtained at this meeting then those present shall constitute a quorum and shall be entitled to transact the business of the meeting.
- 12.3 In the case of a Special General Meeting requested by members, if there is no quorum present, the Chairman shall have discretion to adjourn the meeting as in Rule 12.2 or declare the meeting lapsed.
- 12.4 On any given motion at a Club Meeting, the Chair shall in good faith determine whether to vote by:
- a) Voices
  - b) Show of hands
  - c) Secret ballot.

However, if any Member demands a secret ballot before a vote by voices or show of hands has begun, voting must be by secret ballot. If a secret ballot is held, the Chair/President will have a casting, that is, second vote.

## **13 Use of Money and Other Assets**

- 13.1 The Club may only Use Money and Other Assets if:
- a) It is for a purpose of the Club
  - b) It is not for the sole personal or individual benefit by any Member
  - c) That Use has been approved by either the Management Committee or by majority vote of the Club.

## **14 Finance**

- 14.1 The Club's financial year shall commence on the 1st of July.
- 14.2 The Management Committee shall keep proper accounts with respect to:
- a) All sums of money received and expended by the Club and the matters in respect of which the receipts and expenditure take
  - b) Any sales and purchase of goods by the Club
  - c) The assets and liabilities of the Club.



## **15 Assurance on the Financial Statements**

15.1 The Club shall appoint an Auditor in accordance with Rule 11 to review the annual financial statements of the Club. The Auditor shall report on whether the financial statements are prepared in all material respects in accordance with the Club's accounting policies. If the Club appoints an Auditor who is unable to act for some reason, the Management Committee shall appoint another Auditor as a replacement.

The Committee is responsible to provide the Auditor with:

- a) Access to all information of which the Committee is aware that is relevant to the preparation of the financial statements such as records, documentation and other matters
- b) Additional information that the auditor may request from the Committee for the purpose of the audit; and
- c) Reasonable access to persons within the Club from whom the auditor determines it necessary to obtain evidence.

## **16 Dissolution of the Club**

16.1 The affairs of the Club shall be wound up and the Club dissolved on the passing of a resolution to that effect by a majority vote of members of the Club present at a General Meeting called for that purpose. This resolution is confirmed at a subsequent General Meeting called for that purpose and held not earlier than thirty days after the date on which the resolution was passed.

16.2 The property of the Club, its trophies and records and effects of all descriptions shall be disposed of in such a manner and subject to such conditions as directed by the members of the Club present at these meetings.

## **17 Altering the Rules**

17.1 The Club may alter or replace these Rules at a Club Meeting by a resolution passed by a two-thirds majority of those Members present and voting.

17.2 Any proposed motion to amend or replace these Rules shall be signed by at least eight eligible Members and given in writing to the Secretary at least 28 days before the Club Meeting at which the motion is to be considered, and accompanied by a written explanation of the reasons for the proposal.

17.3 At least 14 days before the General Meeting at which any Rule change is to be considered the Secretary shall give notice of the proposed motion, the reasons for the proposal, and any recommendations the Committee has.

17.4 When a Rule change is approved by a General Meeting no Rule change shall take effect until the Secretary has filed the changes with the Registrar of Incorporated Societies.

## **18 Colours**

18.1 The colours of the Club shall be Red and Black and shall not be altered without the consent of at least 80% of the members attending a Special General Meeting convened for that purpose.

## **19 Definitions and Miscellaneous matters**

### 19.1 In these Rules:

- a) "Majority vote" means a vote made by more than half of the Members who are present at a Meeting, where there is a quorum, and who are entitled to vote and voting at that Meeting upon a resolution put to that Meeting.
- b) "Money or Other Assets" means any real or personal property or any interest therein, owned or controlled to any extent by the Club.
- c) "Club Meeting" means any Annual General Meeting, or any Special General Meeting, but not a Management Committee Meeting.
- d) "Use Money or Other Assets" means to use, handle, invest, transfer, give, apply, expend, dispose of, or in any other way deal with, Money or Other Assets.
- e) "Notice" means communication by post, electronic means (including email, and website posting), or advertisement in periodicals, or a combination of these methods.
- f) It is assumed that
  - i. Where a masculine is used, the feminine is included
  - ii. Where the singular is used, plural forms of the noun are also inferred
- g) Matters not covered in these rules shall be decided upon by the Committee.