

Christchurch Metropolitan Cricket Association Incorporated

BODY OF RULES

Lane Neave
L A W Y E R S

1. Name

The name of the Society is “Christchurch Metropolitan Cricket Association Incorporated”.

2. Registered Office

The office of the Society is at 81 Buchanans Road, Christchurch or at another place as the Board determines.

3. Interpretation

3.1 In these Rules, unless a contrary intention appears:

Adult and Youth Cricket means men’s and women’s adult and youth cricket, but not junior cricket;

Board means the Board of the Society;

Board Member means a member of the Board;

Canterbury Cricket means the Canterbury Cricket Association Incorporated;

Canterbury Cricket Umpires and Scorers Association means The Canterbury Cricket Umpires and Scorers Association Incorporated which was incorporated on 7 June 1902 under number 395312;

Chairman means the Chairman of the Board;

Christchurch means the area bounded by the Waimakariri River in the North; from the Waimakariri River opposite School Road; along School Road, Miners Road and Kirk Road through Templeton; along Trents Road to Blakes Road; along Blakes Road to Springs Road (including Prebbleton township); from Halswell Junction Road to Halswell (including Halswell township); from Halswell along Kennedys Bush Road and Summit Road to the sea (excluding Governors Bay) and the coastline north to Waimakariri River;

General Meeting means an Annual General Meeting or a Special General Meeting as the case may be;

Members means the clubs, schools, teams, organisations and persons referred to in clause 6.1;

New Zealand Cricket means New Zealand Cricket Incorporated;

Officers means the persons referred to in clause 7.1;

Resolution means a resolution approved by a majority of those members entitled to vote and voting on the matter;

Society means Christchurch Metropolitan Cricket Association Incorporated;

Special Resolution means a resolution approved by a majority 75% of the votes of those Members entitled to vote and voting on the matter; and

Year means the financial year of the Society extending from the 1st day of August in any year until the 31st day of July in the next year;

Youth Advisory Group means the group formed by the Society for the purpose of providing the Society with advice and assistance with respect to the operation of men's and women's youth cricket.

4. Purposes and Objects

- 4.1 The purposes, objects and functions of the Society are to:
- 4.1.1 provide leadership for Christchurch Adult and Youth Cricket;
 - 4.1.2 foster, promote, develop, manage and control Adult and Youth Cricket throughout Christchurch;
 - 4.1.3 foster and develop a working relationship with Canterbury Cricket, Canterbury Cricket Umpires and Scorers Association and Christchurch Junior Cricket Association Incorporated;
 - 4.1.4 undertake and carry out such other duties in respect of cricket for adult and youth cricketers under the control of Canterbury Cricket and as may be assigned by Canterbury Cricket;
 - 4.1.5 establish clear and regular communication channels with all Members and stakeholders; and
 - 4.1.6 perform all functions and activities incidental to the previously stated purposes, objects and functions,

provided 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. Colours

The colours of the Society are red and black.

6. Membership

- 6.1 **Classes of Members:** The Society has the following five classes of Members:
- 6.1.1 *Premier Member:* A club with at least one team entered in the Premier Men's grade, or other organisation approved for Premier Membership by the Board at their discretion;
 - 6.1.2 *Senior Member:* A club with at least one team entered in the Senior A grade or other organisation approved for Senior Membership by the Board at their discretion;
 - 6.1.3 *Ordinary Member:* A club, school, team, other organisation or a person approved for Ordinary Membership by the Board at their discretion;
 - 6.1.4 *Life Member:* A past or present Ordinary Member being a natural person who, following a recommendation from the Board, has been elected by Special Resolution at a General Meeting as a Life Member by reason of special services rendered to the Society; and
 - 6.1.5 *Honorary Member:* A person who has been designated or recognised by the Board as an Honorary Member by reason of special or worthy service to the game of cricket and/or to the Society.

- 6.2 **Becoming a Member:** To become a Member a club, school, team, other organisation or a person must apply, in writing, to the Board, and must provide such information as the Board may require. The Board may at its discretion accept or reject such application, with the exception of both the Youth Advisory Group and the Canterbury Cricket Umpires and Scorers Association for whom the Board must perpetually accept their application as a Senior Member. A club, school, team, other organisation or person can only be a Member of one class of membership.
- 6.3 **Responsibility of Members:** All Members including persons affiliated to a Member, will comply with all reasonable directions, requirements and standards given by the Board, including but not limited to, those relating to the administration of the game of cricket.
- 6.4 **Entitlements of Life Members and Honorary Members:** Life Members and Honorary Members may attend any General Meeting, Annual General Meeting and Special General Meeting and may take part in discussion, but Life Members and Honorary Members have no voting rights.
- 6.5 **Ceasing to be a Member:** Membership lapses:
- 6.5.1 when a Member resigns by giving written notice to the Board at least fourteen days' before the next Annual General Meeting;
 - 6.5.2 if a Member's subscription, levy or fees (if any) are more than three months in arrears;
 - 6.5.3 if the Board is satisfied, after reasonable enquiry, that the Member is unable to comply with the standards required by the Board; or
 - 6.5.4 if the Board believes that a Member's on-going membership is contrary to the best interests of the Society.
- 6.6 If membership has lapsed for one of the reasons in clause 6.5.2 to 6.5.4, the Member may reapply for membership after a period of six months, and such Member's application will be determined at the discretion of the Board or at the next Annual General Meeting.
- 6.7 If a Member fails to give notice of resignation under clause 6.5.1 within the stipulated time, the Member will be liable for any subscriptions, levies and fees for the year following the Annual General Meeting.

7. Management

- 7.1 **Officers:** The Officers of the Society are the President, Chairman and Secretary (if appointed).
- 7.2 **Board:** The Board is responsible, and has all powers necessary, for managing the Society and its property.
- 7.3 **Inaugural Board Members:** The inaugural Board Members of the Society, who shall take office on the incorporation of the Society, are Kerry Dellaca (inaugural Chairman), Bruce Findlay, Roger Georgieff, Matthew Harrington, Philip Harris, Richard Horsfall and Ashley Taggart.
- 7.4 **Election of Board and Officers:**
- 7.4.1 The Board shall comprise no less than six Board Members and no more than nine Board Members.

- 7.4.2 The Inaugural Board Members shall remain Board Members for the period from incorporation of the Society to the second Annual General Meeting of the Society, unless an Inaugural Board Member or Members vacate their position voluntarily prior to that time.
- 7.4.3 Prior to the second Annual General Meeting of the Society, or any Annual General Meeting thereafter, a Selection Panel of three persons shall be established by the Board comprising:
- (i) The Chief Executive Officer of Canterbury Cricket (who shall be the Chairperson of the Panel);
 - (ii) One nominee of Canterbury Cricket; and
 - (iii) One nominee of the existing Board of the Society.
- 7.4.4 Nominations for the Board shall be called for by the Chairman or their nominee and made by the Members of the Society. The nominations shall be in writing and shall be in the hands of the Chairman or their nominee not less than 28 days prior to the date of the second Annual General Meeting and any Annual General Meeting thereafter.
- 7.4.5 Prior to the second Annual General Meeting the Inaugural Board shall determine the order of rotation of the Inaugural Board Members for the purpose of clause 7.4.7. In the case of the Inaugural Board failing to so agree, the order of rotation shall be determined by ballot.
- 7.4.6 The Selection Panel shall consider any candidates who have been nominated in accordance with clause 7.4.4 and shall recommend to the Annual General Meeting such number of candidates as exceed the positions of Board Members to be filled by two. When considering which applicants to recommend to the Annual General Meeting, the Selection Panel shall consider the merits of having a mixture of cricketing and business experience on the Board.
- 7.4.7 The Annual General Meeting shall be required to elect from the candidates nominated by the Selection Panel the new Board Member or Board Members as the case may be.
- 7.4.8 A Board Member may resign by giving written notice to the Board. The Board may appoint a replacement person to hold that office until the next Annual General Meeting.
- 7.4.9 A Board Member shall be deemed to have resigned in the event of their death, becoming bankrupt, becoming of unsound mind or failure to attend two consecutive Board Meetings without leave of absence.
- 7.4.10 The Chairman shall be elected by the Board from time to time but in any event immediately following the second Annual General Meeting and any Annual General Meeting thereafter.

7.5 Board Meetings:

- 7.5.1 The Board must meet regularly throughout the year at times the Board decides. A Board meeting may be called at any time by the Chairman upon giving seven days' notice to all Board Members.
- 7.5.2 Board meetings must be chaired by the Chairman or in the absence of the Chairman by an existing Board Member nominated in writing by the Chairman or otherwise as determined by the meeting.

- 7.5.3 Voting is by voice but any Board Member may call for voting by show of hands.
- 7.5.4 A quorum at a Board Meeting shall be four persons.
- 7.5.5 The Board must cause minutes of all meetings to be entered in books kept for that purpose, the names of those present at each meeting and of all resolutions and proceedings at meetings. Such minutes, if signed by the Chairman of the next succeeding meeting, will be conclusive evidence of the contents of the minutes of the meeting.

7.6 **Board Powers:**

- 7.6.1 The Board may set up sub-committees for any purpose. Such sub-committees may include persons who are not Board Members. A sub-committee may, with the express authority of the Board, act on behalf of the Board. A sub-committee must be chaired by a Board Member.
- 7.6.2 The Board may in its discretion make rules or regulations for managing the Society but those rules or regulations:
- (i) must be consistent with and not exceed the powers conferred by these Rules; and
 - (ii) must be consistent with the rules and regulations of Canterbury Cricket and New Zealand Cricket.
- 7.6.3 The Board may in its discretion alter the format of cricket competitions that it organises with the exception of the Premier Men and Senior A competitions which shall require the consent of the board of Canterbury Cricket to any changes.
- 7.6.4 The Board requires the consent of the board of Canterbury Cricket if it wishes to implement any changes to the Premier Membership funding model in existence at the time of establishment of the Society.
- 7.6.5 The Board shall in its discretion select the Societies voting delegate to any Annual General Meeting, Special General Meeting or other meeting of Canterbury Cricket.
- 7.6.6 The Board shall in its discretion select the Societies representative or representatives as the case may be to any advisory group or similar convened by Canterbury Cricket.

8. **General Meetings**

8.1 **Notice:**

- 8.1.1 The Board will give at least 28 days' notice for any General Meeting to its Members in one major newspaper circulated in Christchurch and/or by electronic mail notice to all Members whose electronic mail address is provided to the Society for the purpose of the Societies database of Members.
- 8.1.2 Any notice of motion intended to be moved (including an alteration to the Rules pursuant to clause 10) shall be in the hands of the Chairman or their nominee at least 14 days prior to the date of the meeting.
- 8.1.3 The agenda, reports to be tabled at the meeting, and any notices of motion shall be sent to all Members at least seven days prior to the date of the meeting, however the Board may amend any proposal prior to the meeting.

- 8.1.4 The failure to give or receive notice of a meeting does not invalidate the proceedings of the meeting.
- 8.2 **Annual General Meeting:**
- 8.2.1 The Society must convene an Annual General Meeting no later than October in each calendar year.
- 8.2.2 The primary purpose of the Annual General Meeting is to elect the Board and Officers for the proceeding year, if due, to receive the annual report and audited accounts, and to transact any other general business of the Society.
- 8.2.3 The auditor must be appointed at the Annual General Meeting, and must not be a member of the Board. A vacancy occurring in the office of auditor during the year shall be filled by the Board until the next Annual General Meeting.
- 8.3 **Special General Meetings:** The Board may at any time, and shall on the requisition of at least five Members (whose subscriptions, if any, are not in arrears), convene a Special General Meeting for any specific purpose. Any such requisition must specify the business proposed to be transacted at the meeting. The meeting must be held not more than 28 days after the date of receipt of the requisition by the Chairman or their nominee.
- 8.4 **Chair:** The Chairman must assume the chair at all General Meetings or in the Chairman's absence, the Chairman's nominee from the Board.
- 8.5 **Quorum:** The quorum at a General Meeting is 10 Members.
- 8.6 **Delegates:** The Annual General Meeting and Special General Meeting of the Society shall comprise both voting delegates and non-voting delegates. The voting delegates shall comprise all Premier Members who shall have two votes each and all Senior Members who shall have one vote each. The non-voting delegates shall comprise all Ordinary Members, Life Members and Honorary Members.
- 8.7 The officers of the President, Chairman, Secretary and any Board member shall be non-voting delegates.
- 8.8 No delegate shall be entitled to act as a delegate for more than one Member, at the same meeting.
- 8.9 Voting must be by voice, but any Member present may require that voting be by show of hands or secret ballot.
- 8.10 A voting delegate may, by letter addressed to the Chairman, appoint any member of a Member to attend and vote for him or her at any meeting.
- 8.11 There shall be elected by the Annual General Meeting a President who shall hold office until the second Annual General Meeting following their appointment or the third Annual General Meeting following their appointment if so determined at an Annual General Meeting.
- 8.12 Nominations for the President shall be called for by the Chairman or their nominee. The nominations shall be in writing and shall be in the hands of the Chairman or their nominee not less than 28 days prior to the date of the relevant Annual General Meeting.
- 8.13 **Minutes:** The Board must cause minutes of all meetings to be entered in books kept for that purpose, detailing, among other things, all resolutions and proceedings at meetings. Such minutes, if signed by the Chairman of the next succeeding meeting, will be conclusive evidence of the contents of the minutes.

9. Subscriptions, Fees and Levies

- 9.1 Subscriptions, fees and levies for membership are to be determined by the Board for each Year and remain in force unless altered by the Board.
- 9.2 Life Members and Honorary Members are exempt from payment of subscriptions, fees and levies.
- 9.3 All subscriptions, fees and levies fall due each Year on the first day of October and fall into arrears if not paid by the last day of December that year.

10. Rules

These Rules may be altered, added to or rescinded by a Special Resolution passed at a General Meeting, Annual General Meeting or Special General Meeting of the Society, with the exception where such alteration, addition or rescinding is either inconsistent with the rules, regulations and polices of Canterbury Cricket or is not approved by the Board of Canterbury Cricket.

11. Powers of Society

- 11.1 The powers of the Society include, but are not limited to:
- 11.1.1 Making or altering rules, constitutions, regulations, and by-laws by special resolution at a General Meeting.
 - 11.1.2 Making or altering the competition rules, local playing rules and conditions, and adopting all changes to the competition rules as notified by New Zealand Cricket, Canterbury Cricket or other cricket body.
 - 11.1.3 Organising and controlling competitions.
 - 11.1.4 Developing, organising, delivering and participating in education programmes and training.
 - 11.1.5 Withdrawing, suspending or terminating membership.
 - 11.1.6 Implementing disciplinary procedures and imposing sanctions and penalties.
 - 11.1.7 Establishing tribunals, conducting hearings and hearing appeals.
 - 11.1.8 Considering and adjudicating upon disputes between Members.
 - 11.1.9 Assigning functions to and/or entering into agreements with other organisations.
 - 11.1.10 Raising funds by subscriptions, levies, fees, donations, grants, sponsorship; applying funds in accordance with the purposes and objects of the Society; and lending, investing, borrowing, raising or securing the payment of money.
 - 11.1.11 Insuring property.
 - 11.1.12 Employing staff; entering into and/or terminating contracts with employees, Members, sponsors, media and other persons, entities, or organisations.
 - 11.1.13 Purchasing or leasing any property or property rights and managing, letting, selling, assigning, exchanging or otherwise dealing with the Society's property or property rights.

11.1.14 Subscribing to and affiliating and co-operating with similar organisations, including but not limited to New Zealand Cricket, Canterbury Cricket and international organisations.

11.1.15 Promoting the Society and its activities.

11.1.16 Doing all other things incidental to the purposes and objects of the Society.

12. Control and Investment of Funds and Assets

12.1 All money received shall be paid to the credit of the Society at such bank or banks as the Board from time to time appoint. Monies may be transferred between bank accounts of the Society and payments made from the bank accounts of the Society (electronically, by cheque or otherwise) by at least two authorised signatories of the Board.

12.2 The Board shall ensure that the funds and assets of the Society are administered in a businesslike and professional manner, that proper books of account are kept, and that the annual financial statements are audited.

12.3 A report of the Years activities together with a Statement of Financial Performance and a Statement of Financial Position shall be provided by the Board for presentation to the Annual General Meeting. The Statement of Financial Performance and the Statement of Financial Position shall be audited prior to the Annual General Meeting.

12.4 The auditor appointed at the Annual General Meeting shall not be a member of the Board.

13. Judicial

13.1 The Board shall appoint a panel of four independent commissioners (**Commissioners**), any two of whom shall preside over, conduct hearings and pass judgements on alleged breaches of the Society's Code of Conduct, disputes between Members, breaches of the laws of Cricket, the playing conditions and all other rules and regulations promulgated from time to time by the playing of cricket in Christchurch.

13.2 All findings and decisions of the Commissioners shall be communicated to the Chairmen of the Board within 48 hours of the conclusion of any hearing. The Commissioners shall give reasons in writing for their decision and these are to be delivered to the Chairman of the Board within seven days of the decision.

13.3 There shall be no right of appeal from the findings or decision of the Commissioners other than on the grounds of a breach of natural justice.

14. Arbitration

Any dispute arising between the Society or a Member or Members shall be referred to arbitration upon notice in writing from one party to the other. Such arbitration shall be conducted in all respects in accordance with the provisions of the Arbitration Act 1996 or any statutory modification or re-enactment of the act.

15. General

15.1 **Hiring of Staff:** The Board may appoint a person or persons to carry out the business and/or manage the affairs of the Society and to be responsible to the Board through the Chairman or other Board Member designated by the Board.

15.2 **Common Seal:** The Society shall have a common seal which shall be in custody of the Chairman or the Secretary, if one, and shall only be affixed to documents at a meeting of the

Board, or in pursuance of a resolution of the Board, and the affixing of same shall be attested by one Member of the Board and shall be countersigned by either another member of the Board or the General Manager of the Society.

- 15.3 **Indemnity:** The Officers and Board Members of the Society shall be indemnified from and against all losses and expenses incurred by them in or about the discharge of their respective duties except such as may arise by reason of an Officer's or Board Member's own wilful default or dishonesty.
- 15.4 **Winding Up:** Upon the Society being wound up the property of the Society after the discharge of all its liabilities shall be disposed of as the Society shall in General Meeting direct provided always that such assets may only be paid or transferred to an organisation or organisations having similar objects to those of the Society.
- 15.5 The Board or its nominee shall have the power to enquire into the conduct of any Member or team or player of any Member and shall have the power to impose any penalty affecting further participation in the game of cricket, including disqualification, which the Board or its nominee may consider fit whether or not that penalty shall have previously been imposed by any other authority. Any such penalty shall at the discretion of the Board be enforced and carried out and observed by all Members.