

1. NAME

The name of the incorporated association is

“GLENELG DISTRICT CRICKET CLUB INC.” (“Club”)

2. DEFINITIONS

In these rules, unless the contrary intention appears:

“Committee” means the Committee of Management of the Club;

“Meeting” means a general meeting of the Members of the Club, convened in accordance with these rules;

“Member” means any person described in Rule 5; “Act” means the Associations Incorporation Act, 1985 as amended;

“Regulations” means the Associations Incorporation Regulations, 1985 as amended;

“SACA” means the South Australian Cricket Association Inc.

3. OBJECTS AND PURPOSES

The objects and purposes of the Club are -

3.1 to promote and develop sporting activities in general and the game of cricket in particular;

3.2 to be the leading club in SACA; and

3.3 to do such things as are incidental and conducive to the attainment of the above objects.

4. POWERS OF THE CLUB

The Club has all the powers conferred by Section 25 of the Act.

5. MEMBERSHIP

The Club will have the following classes of Members:

5.1 PLAYING MEMBERS

5.1.1 Senior Playing Members being persons who:

- play cricket for the Club;
- are at least 18 years old;
- have paid the subscription fee applicable to Senior Playing Members; and
- have had their applications for membership as a Senior Playing Member accepted by the Committee.

5.1.2 Student Playing Members being persons who:

- play cricket for the Club;
- are at least 18 years old;
- are engaged in full or part-time study;
- have paid the subscription fee applicable to Student Playing Members; and
- has had their application for membership as a Student Playing Member accepted by the Committee.

5.1.3 Junior Playing Members being persons who:

- play cricket for the Club;
- are less than 18 years old;
- have paid the subscription fee applicable to Junior Playing Members; and
- has had their application for membership as a Junior Playing Member accepted by the Committee.

5.2 NON PLAYING MEMBERS

5.2.1 Non Playing Members being persons who:

- do not play cricket for the Club;
- have paid the subscription fee applicable to Non Playing Members, and
- has had their application for membership as a Non Playing Member accepted by the Committee.

5.2.2 Social Non Playing Members being persons who:

- do not play cricket for the Club;
- have paid the subscription fee applicable to Social Non Playing Members, and
- has had their application for membership as a Social Non Playing Member accepted by the Committee.

5.2.3 Past Players, Volunteers & Officials Non Playing Members
being persons who:

- Currently do not play cricket for the Club or have an official or Volunteer role, but have in the past
- have paid the subscription fee applicable to Past Player, Volunteer and Official Non Playing Members, and
- has had their application for membership as a Past Player, Volunteer & Official Non Playing Member accepted by the Committee.

5.2.4 Life Members being persons who:

- are elected to life membership of the Club at a Meeting in recognition of long, valued or
- outstanding service to the Club;
- have at any time in the past been elected life members; and
- are not required to pay any membership fees to the Club.

6. RIGHT OF MEMBERS

- 6.1 **Senior Playing Members** have full rights of access to the Club's premises and facilities, subject to the by—laws of the Club, and have a full entitlement to vote at a Meeting.
- 6.2 **Student Playing Members** have the same rights as Senior Playing Members.
- 6.3 **Junior Playing Members** have no right to vote at a Meeting or to vote to appoint a Players' Representative, or to propose or second an application for membership of the Club. Otherwise they have the same rights as Senior Playing Members.
- 6.4 **Non Playing Members** have no right to vote to appoint a Player's Representative to the Committee. Otherwise they have the same rights as Senior Playing Members.
- 6.5 **Social Non Playing Members** are not:
- eligible to be elected as members of the Committee;
 - entitled to vote at a Meeting; and
 - entitled to receive any notice required to be given to Senior Playing Members.
- Otherwise they have the same rights as Senior Playing Members.
- 6.7 **Life Members** have no right to vote to appoint a Players' Representative to the Committee. Otherwise they have the same rights as Senior Playing Members.

7. ELECTION OF MEMBERS

- 7.1 A person who applies for membership of the Club must be proposed by one Member and seconded by another Member.
- 7.2 The application for membership must be:
- 7.2.1 made in writing;
 - 7.2.2 signed by the applicant, proposer and seconder; and
 - 7.2.3 in the form as the Committee prescribes from time to time.
- 7.3 In approving or rejecting an application for membership of the Club, the Committee may at its discretion consider any or all the following matters:
- (1) the number of Members of the Club in each class of membership;
 - (2) the demands placed on the Club's facilities by the existing Members;
 - (3) the wishes of any Member of the Club;
 - (4) the extent to which the applicant can contribute to harmony within the Club;
 - (5) any other matter the Committee considers appropriate.
- 7.4 Upon the acceptance of the application by the Committee and upon payment of the first annual subscription fee, the applicant shall be a Member of the Club.

8. RESIGNATION OF A MEMBER

A Member may resign from membership of the Club by giving a notice in writing signed by the Member to the Secretary or Public Officer of the Club. A Member so resigning will be liable for any outstanding subscriptions, fines, penalties or obligations to make good any damage to property of the Club, which may be recovered as a debt due to the Club.

9. EXPULSION OF A MEMBER

- 9.1 Subject to giving a Member an opportunity to be heard or to make a written submission, the Committee may resolve to expel a Member upon a charge of misconduct detrimental to the interests of the Club.
- 9.2 Particulars of that charge must be communicated to the Member at least one calendar month before the meeting of the Committee at which the matter will be determined.

- 9.3 The determination of the Committee must be communicated to the Member, and in the event of an adverse determination the Member will subject to Clause 9.4 cease to be a Member 14 days after the Committee has communicated its determination to the Member.
- 9.4 A Member may appeal to the Club in general meeting against the expulsion. The intention to appeal must be communicated to the Secretary or Public Officer of the association within 14 days after the determination of the Committee has been communicated to the Members.
- 9.5 In the event of an appeal under Clause 9.4 the appellant's membership of the Club will not be terminated unless the determination of the Committee to expel the Member is upheld by the Members of the Club in general meeting after the appellant has been heard, and in such event membership will be terminated at the date of the general meeting at which the determination of the Committee is upheld.

10. FEES

- 10.1 The subscription fees for each class for membership together with any entrance fees will be determined from time to time by the Committee.
- 10.2 The subscription fees of each class of membership will be payable annually on a date determined by the Committee.
- 10.3 Any Member whose subscription is outstanding for more than three months after the due date for payment will cease to be a Member of the Club, provided always that the Committee may reinstate that person's, membership on terms it thinks fit.

11. COMMITTEE

- 11.1 The affairs of the Club will be managed and controlled exclusively by the Committee which in addition to any powers confirmed by this Constitution may exercise all powers and do all things that are within the objects of the Club and are not by the Act or by these rules required to be done by the Club in general meeting.
- 11.2 The Committee has the power to appoint such:
- 11.2.1 officers including a Public Officer required under the Act,
 - 11.2.2 employees, and
 - 11.2.3 subcommittees
 - 11.2.4 Junior Coordinator
- that are required to carry out the objects of the Club and may discuss or delegate any of its powers to those officers, employees, subcommittees.
- 11.3 The Committee shall comprise no more than 15 persons including:
- 11.3.1 a President, Chairperson, Secretary & Treasurer, elected at the annual general meeting of the Club who will hold office until the following annual general meeting; and
 - 11.3.2 a Players' Representative elected by Senior Playing Members and Student Playing Members at some time after the annual general meeting and who shall hold office until a successor is duly elected.
 - 11.3.3 A Junior Coordinator, elected by the Committee and who shall hold office until a successor is duly elected
- 11.4 The Committee may appoint a natural person to fill a casual vacancy and such a Committee member shall hold office until the next annual general meeting of the Club and shall be eligible for re—appointment.
- 11.5 A retiring Committee Member is eligible to stand for re—election without nomination. A person who is not a retiring Committee Member is not eligible to stand for election unless a Member has nominated that person at least twenty—one days before the meeting by delivering the nomination of that person to the Secretary of the Club. The nomination must be signed by both the proposer and the nominee.
- 11.6 Notice of all persons seeking election to the Committee must be given to all Members of the Club with the notice calling the meeting at which the election is to take place.
- 11.7 If only the required number of persons is nominated to fill existing vacancies, the Secretary shall report accordingly to the annual general

meeting, and the Chairperson will declare those persons duly elected as Committee members.

- 11.8 If more candidates are nominated than there are vacancies, then an election will be made by ballot. The ballot shall be subject to the direction of the Chairperson of the annual general meeting. So far as this Constitution does not provide, any decision made by the Chairperson of the annual general meeting related to the ballot or its conduct including the interpretation of this Constitution will be final and conclusive. A Returning Officer may be appointed by the Committee prior to the opening of the meeting. The Returning Officer will conduct the ballot and certify to the Chairperson the names of the persons; elected. The ballot must be held on the same day as the meeting. The Committee will decide what hour the ballot commences. The required number of candidates receiving the greatest number of votes will be elected to the Committee.

12. PROCEEDINGS OF COMMITTEE

- 12.1 The Committee will meet together for the despatch of business at least once each 8 weeks.
- 12.2 Questions arising at any meeting will be decided by a majority of votes. In the event of equality of votes the Chairperson has a casting vote in addition to a deliberative vote.
- 12.3 A quorum for a meeting of the Committee is six members.
- 12.4 A member of the Committee having a pecuniary interest in a contract with the Club must disclose that interest to the Committee as required by the Act, and must not vote with respect to that contract.

13. MEETINGS

- 13.1 The Committee may call a special general meeting of the Club at any time and must call an annual general meeting in accordance with the Act no later than the 14th day of September of each year.
- 13.2 Upon a requisition in writing of not less than: 5 financial Members of the Club, the Committee must within 14 days of the receipt of the requisition, convene a special general meeting for the purpose specified in the requisition.
- 13.3 Every requisition for a special general meeting must be signed by the Members making the requisition and must state the purpose of the meeting.
- 13.4 If a special general meeting is not convened within 2 weeks as required

by sub-rule (2) the requisitionists may convene a special general meeting. The meeting must be convened in the same manner as a meeting convened by the Committee, and for this purpose the Committee must ensure that the requisitionists are supplied free of charge with particulars of Members entitled to receive a notice of meeting. The reasonable expenses of convening and conducting the meeting will be borne by the Club.

- 13.5 Subject to rule (6) at least fourteen days' notice of any general meeting shall be given to Members. The notice shall set out where and when the meeting will be held, and particulars of the nature and order of the business to be transacted at the meeting. In the case of an annual general meeting, the order of the business at the meeting will be the consideration of the accounts and reports of the Committee and the auditors, the appointment of auditors and Committee members (if required), and any other business requiring consideration by the Club in general meeting.
- 13.6 Notice of a meeting at which a special resolution is to be proposed must be given at least 21 days prior to the date of the meeting.
- 13.7 A notice may be given by the Club to any Member by serving the Member with the notice personally, or by sending it by post or electronic mail to the address appearing in the Register of Members.
- 13.8 Where the notice is sent by post or electronic mail, service of the notice is deemed to be effected if it is addressed to the last listed postal or electronic mail address in the Register of Members.

14. PROCEEDINGS AT MEETINGS

- 14.1 15 Members present personally or by proxy shall constitute a quorum at any general meeting.
- 14.2 If within thirty minutes after the time appointed for the meeting a quorum of Members is not present, a meeting convened upon the requisition of Members will lapse. In any other case, the meeting will stand adjourned to the same day in the next week, at the same time and place and if at the adjourned meeting a quorum is not present within 30 minutes of the time appointed for the meeting the Members present will form a quorum.
- 14.3 The Chairperson of the Committee or if there shall be no Chairperson, then the President of the Committee or in their absence, or on their declining to take, or retiring from the chair, one of the Committee members chosen by meeting must preside as Chairperson at every general meeting of the Club.
- 14.4 If there is no such Chairperson or President present within five minutes

after the time appointed for holding the meeting, the Members present may choose one of their number to be the Chairperson.

- 14.5 The Chairperson may with the consent of any meeting at which a quorum is present, and may if so directed by the meeting, adjourn the meeting from time to time and from place to place, but no business may be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.
- 14.6 When a meeting is adjourned for 30 days or more, notice of the adjourned meeting must be given as if that meeting were an original meeting of Members.
- 14.7 At any general meeting, a resolution put to a vote must be decided on a show of hands, and a declaration by the Chairperson of the meeting that a resolution has been carried or lost will, unless a poll is demanded be conclusive evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, the resolution.
- 14.8 If a poll is demanded by the Chairperson of the meeting or by three or more Members present personally or by proxy, it must be taken in such manner as the Chairperson directs. The result of the poll will be the resolution of the meeting, except that in the case of a special resolution a majority of not less than three quarters of the Members who being entitled to do so vote personally or by proxy at the meeting is required.
- 14.9 A poll demanded on the election of a Chairperson of a meeting or on any question of an adjournment, must be taken at the meeting and without adjournment.

15. MINUTES

- 15.1 Proper minutes of all proceedings of meetings of the Club and of meetings of the Committee and Board of Management must be entered within one month after the relevant meeting in minute books kept for the purpose.
- 15.2 The minutes kept pursuant to this rule must be signed by the Chairperson of the meeting at which the proceedings took place or by the Chairperson of the next succeeding meeting.
- 15.3 Where minutes are entered and signed they will until the contrary is proved, be evidence that the meeting was convened and duly held, that all proceedings held at the meeting shall be deemed to have been duly held, and that all appointments made at a meeting are deemed to be valid.

16. VOTING RIGHTS

Subject to these rules each member present in person or by proxy and entitled to vote, is entitled to one vote.

17. PROXIES

A Member entitled to vote is entitled to appoint, in writing, a natural person who is also a Member of the Club and entitled to vote, to be his proxy, and attend and vote at any meeting of the Club.

18. ACCOUNTS

The Club must keep such accounting records as are necessary to correctly record and explain the financial transactions and financial position of the Club.

19. WINDING UP

The Club may be wound up in the manner provided for in the Act.

20. APPLICATION OF SURPLUS ASSETS

If after winding up of the Club there remains “surplus assets” as defined in the Act, the surplus assets must not be distributed amongst Members but must be given or transferred to some other institution or institutions having objects and purposes similar to those of the Club and whose Constitution prohibits the distribution of property amongst its Members.

21. NON PROFIT

The assets and income of the Club must be applied solely in furtherance of its objects and purposes and no portion may be distributed directly or indirectly to its members except as bonafide compensation for services rendered or as expenses incurred on behalf of the Club.

22. FINANCIAL YEAR

The financial year of the Club is the period ending on 30 June.

23. BORROWING POWERS

23.1 Subject to this rule the Club may borrow money from banks or other financial institutions upon whatever terms and conditions as the Committee sees fit, and may secure the repayment thereof by charging the property of the Club.

23.2 Subject to Section 53 of the Act the Club may invite and accept deposits of money from any person on whatever terms and conditions the Committee sees fit.

24. RULES

24.1 Subject to approval by a special resolution of the Members of the Club, these rules may be altered (including an alteration to name), rescinded or replaced by substituted rules. Any alteration must be registered with the Commission as required by the Act.

24.2 The registered rules will bind the Club and every Member to the same extent as if they had signed and sealed them, and agreed to be bound by all the provisions combined in the registered rules.

25. THE SEAL

25.1 The Club will have a common seal upon which its corporate name appears in legible characters.

25.2 The seal must not be used without the express authorisation of the Committee, and every use of the seal must be recorded in the minute book of the Club. The affixing of the seal must be witnessed by the Secretary or some other person appointed by the Committee and a Committee member.

25.3 The seal shall be kept in the custody of the Secretary or a person appointed by the Committee from time to time.

26. COLOURS

The colours of the Club are black and gold and all Members playing in teams of the Club must not wear colours other than the colours of the Club.

27. SELECTION COMMITTEE

The various teams of the Club will be selected by the Selection Committee which will be appointed by the Committee. The Selection Committee shall elect a Chairperson from its members.

28. CAPTAINS AND VICE-CAPTAINS

The Captains and Vice-Captains of teams of the Club will be elected by the Committee or in such manner as the Committee shall from time to time decide.

29. CONDUCT OF PLAYERS

29.1 Every playing member of the Club is deemed to be available for selection in each scheduled match of the Club unless otherwise signified to the Senior Coach or players Team Captain by 6.00 p.m. two days prior to the day for which the match is scheduled.

29.2 Any playing member offering for selection and having been selected to play in any Club match, who neglects or fails to play in such match without having given at least 24 hours notice to the Senior Coach of not playing will, on failure to satisfy the Match Committee that the member had a valid and sufficient reason for not playing, be liable to disqualification from selection in any team of the Club during the pleasure of the Match Committee.

30. COACH

30.1 The Committee may appoint and dismiss coaches of the various teams of the Club.

30.2 Applications may be called for the position of coach of the respective teams fielded by the Club or of the Club at the discretion of the Committee.

30.3 Remuneration of coaches will be decided by the Committee.

31. INTERPRETATION OF RULES

If any matter arises for which these Rules do not provide or if there be doubt as to the interpretation of these Rules, the direction or opinion of the Committee must be acted upon and is conclusive.

32. SACA DELEGATES

The Committee shall appoint such delegates to SACA as required.

33. BY-LAWS

The Committee may make such by—laws as may be deemed advisable for carrying out the objects and to exercise the powers of the Club, and to vary or rescind such by-laws from time to time as necessary.

34. AUDITORS

There will be one or more auditors (not being members of the Committee) who must be elected at the annual general meeting. The auditor or auditors will audit the accounts, and have power to call for the production of all books, papers, accounts and documents relating to the affairs of the Club. The Committee has the power to fill any temporary vacancy in the office of auditor.

35. NON RENEWAL OF MEMBERSHIP BY THE COMMITTEE

35.1 Notwithstanding anything contained in these Rules, at a meeting of the Committee for which at least two-thirds of the Committee for the time being vote in the affirmative, the Committee by vote may:

35.1.1 refuse to accept any further annual subscriptions of any Member whose membership will, subject to the following provisions, immediately on the termination of the year for which the subscription has been paid, cease, and the Member will have no right of action nor any claim against the Club or members of the Committee for or by reason of the refusal or termination of the Member's membership; or

35.1.2 remove from the list of Members the name of any Member whose presence in the Club they consider detrimental to its interest. That Member will, subject to the following provisions, immediately cease to be a Member of the Club and that Member's subscription for the current year must be returned the Member.

35.2 Before any such vote shall be taken by the Committee at least 10 days notice in writing of such pending action must be given to the Member and the Member may have the opportunity of appearing before Committee and stating the Member's case.

35.3 In the case of the decision to terminate membership, the Member concerned may appeal to a special general meeting, provided notice of appeal and a request to convene a special general meeting in the terms required by this Constitution has been delivered to the Secretary within 7 days of the notification of expulsion to such Member. The decision of the Committee may only be varied by a vote of two thirds of the Members present at such special general meeting.

36. DISQUALIFICATION OF COMMITTEE MEMBERS

The office of Committee member shall become vacant if a Committee member is:

- disqualified by the Act;
- expelled under these rules;
- permanently incapacitated by ill health;
- absent without apology from more than three consecutive Committee meetings,
- or more than three Committee meetings in a financial year.