

CONSTITUTION OF THE S.T.C. SOUTH CAMBERWELL CRICKET CLUB (INC.)
(Amended November 2013)

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1/ NAME

The name of the incorporated association is "S.T.C. South Camberwell Cricket Club (Inc.)" (in these Rules called "the Club").

2/ INTERPRETATIONS

In these Rules, unless the contrary intention appears –

the Act means the Associations Incorporation Reform Act 2012 and includes any regulations made under that Act;

the Affiliate means the body or bodies with which the club is affiliated as determined by the Committee under Rule 3;

Chairperson of a general meeting or committee meeting, means the person chairing the meeting as required under rule 20;

Club refers to the STC South Camberwell Cricket Club (Inc.);

Committee means the committee having management of the business of the Club;

committee meeting means a meeting of the Committee held in accordance with these Rules;

committee member means a member of the Committee elected or appointed under Rule 22;

cricket season means August 1 to March 31 in any calendar year and includes the pre-season, regular playing season and finals playing season;

Executive Officer of the Club refers to a member of the Club Executive as defined under Rule 22;

financial year means the year ending on 31 May;

general meeting means a general meeting of members convened in accordance with rules 17, 18 and 19.

member means a member of the Club;

member entitled to vote means a member who under rule 10(2) is entitled to vote at a general meeting;

ordinary member of the committee means a member of the committee who is not an officer of the Club under Rule 22(4);

Regulations means regulations under the Act;

Registrar means the Registrar of Incorporated Associations;

Secretary means the person who holds office under these Rules as Secretary of the Club;

Selection Committee means a sub-committee appointed by the Committee which has responsibility for selection of players for each team during the cricket season;

Selection cycle means the period of time between Selection Committee meetings for a particular team during the cricket season;

Tribunal means the disciplinary subcommittee appointed under rule 12.

Words or expressions contained in these rules shall be interpreted in accordance with the provisions of the Acts Interpretations Act 1958 and the Act as in force from time to time.

3/ AFFILIATION

The Club shall be affiliated with the Eastern Cricket Association (the Affiliate) or with such other body or bodies as the Committee may from time to time approve.

4/ STATEMENT OF PURPOSE

The purpose of the Club shall be

- (1) To provide opportunities for playing members of the Club to engage in competitive cricket matches with teams affiliated with the Club or the approved body or bodies or with such other team or teams as the Committee may from time to time approve;
- (2) To provide opportunities for social fellowship with members and their families and with members of other teams affiliated with the Club or other approved bodies.

5/ COLOURS

The Club colours shall be red and blue.

6/ NOMINATION OF MEMBERS

- (1) Any person who supports the purposes of the Club is eligible for membership.
- (2) An application by a person for membership of the Club
 - (a) shall be made in writing on a form appropriate to the type of membership as defined in rule 8,
 - (b) shall be lodged with the Secretary of the Club, and
 - (c) shall be accompanied by the annual subscription fee for the membership type unless the Secretary agrees that payment can be deferred until a later date.
- (3) As soon as practicable after the receipt of an application, the Secretary shall
 - (a) determine whether there are any impediments to accepting the application by referring to information provided by the Affiliate,
 - (b) if there are no impediments to accepting the application, shall enter the name, date of birth and contact details in the register of members maintained by the Secretary, and
 - (c) if the person is a junior or senior playing member, shall register the player with the Affiliate.
- (4) At each meeting of the Committee, the Secretary shall present a membership report which includes
 - (a) a list of all new members in each membership type,
 - (b) a summary of the number of members in each membership type, and
 - (c) a summary of the number of members in each membership type who have outstanding subscription fees.
- (5) A right, privilege, or obligation of a person by reason of membership of the Club
 - (a) is not capable of being transferred or transmitted to another person, and
 - (b) terminates upon the cessation of membership whether by death or resignation or otherwise.

7/ REGISTER OF MEMBERS

- (1) The Secretary must keep and maintain a register of members that includes
 - (a) for each current member
 - (i) the member's name;
 - (ii) the address for notice last given by the member;
 - (iii) the date of becoming a member;
 - (iv) any other information determined by the Committee; and

- (b) for each former member, the date of ceasing to be a member.
- (2) Any member may, at a reasonable time and free of charge, inspect the register of members, subject to the provisions of rule 38.
- (3) A member may request that access to their personal information recorded in the register of members be restricted to the Secretary and Committee members or to the Secretary and selected committee members by making written application to the Secretary. On receiving a request, the Secretary will make a note in the Register of Members to indicate the restricted access requested.

8/ TYPES OF MEMBERSHIP

The Club shall consist of the following types of members:-

- (1) Senior Playing Member who shall be a person whose name has been registered with the Affiliate and has paid the annual subscription;
- (2) Student Playing Member who shall be a person over the age of eligibility for a junior playing member in the current season, is engaged in part or full-time study, is not in receipt of any income from employment other than part-time work during holidays, has been registered with the Affiliate, and has paid the annual subscription;
- (3) Junior Playing Member who shall be a person of an age eligible to play in the one of the Club teams which participates in the Junior Competition of the Affiliate, and has paid the annual subscription;
- (4) Social Member who shall be a person over the age of 18 years, who is not registered with the Affiliate but who desires to support the purposes of the Club and who has paid the annual subscription;
- (5) Life Member shall be a person who on the recommendation of the Committee may be granted life membership for distinguished services to the Club;
- (6) Parental Member: shall be a person who is the legal parent or guardian of a person who is a member under sub-rule (3), who desires to support the work of the Club and has paid the annual subscription.
- (7) any other type of membership with conditions and/or requirements as may be agreed by the Committee.

9/ VISITORS AND GUESTS

- (1) Playing members of visiting teams who are members in good standing of another incorporated association under the Affiliate shall be granted reciprocal rights and shall be considered to be Visiting Members of the Club for the purposes of purchasing alcohol during licensed hours at the Club.
- (2) Guests of the Club must be in the company of a member of the club in order to purchase alcohol during licensed hours of the Club. Guests of the Club must sign the Register of Guests before purchasing alcohol at the Club.

10/ GENERAL RIGHTS OF MEMBERS

- (1) A member of the Club who is entitled to vote has the right
 - (a) to receive notice of general meetings and of proposed special resolutions in the manner and time prescribed by these Rules;
 - (b) to submit items of business for consideration at a general meeting;
 - (c) to attend and be heard at general meetings;
 - (d) to vote at a general meeting;
 - (e) to have access to the minutes of general meetings and other documents of the Club as provided under rule 38; and

- (f) to inspect the register of members.
- (2) A member is entitled to vote if
 - (a) the member is 18 years of age or older in any membership category, and
 - (b) if all moneys due and payable by the member to the Club have been paid, other than the amount of the annual subscription payable in respect of the current financial year.

11/ RESIGNATION OF MEMBERS

- (1) A member of the Club may resign from the Club by giving notice to the Secretary in any form of their intention to resign and upon acceptance of that notice by the Secretary, the member shall cease to be a member.
- (2) Upon resignation of a member under sub-clause (1) the Secretary shall make in the register of members an entry recording the date on which the member ceased to be a member.
- (3) No member resigning shall be entitled to any refund of subscriptions in respect of the unexpired portion of the financial year in which such resignation takes effect.
- (4) A member is taken to have resigned if the member's annual subscription is more than 12 months in arrears

12/ DISCIPLINE OF MEMBERS

- (1) The Club may take disciplinary action against a member if it is determined that the member
 - (a) has failed to comply with these Rules; or
 - (b) refuses to support the purposes of the Club; or
 - (c) has engaged in conduct prejudicial to the Club; or
 - (d) has failed to uphold the Code of Conduct of the Club.
- (2) If the Committee is satisfied that there are sufficient grounds for disciplinary action, the Committee shall appoint a Tribunal to hear the matter and determine what action, if any, to take against the member.
- (3) The Tribunal shall consist of
 - (a) the President or nominee, who must be a member of the Club but need not be a member of the Committee, as Chair;
 - (b) one of the Executive Officers of the Club; and
 - (c) one member of the General Committee.
- (4) The Tribunal will meet as required to consider discipline matters relating to a member.
 - (a) If the member is a playing member,
 - (i) the meeting will be held if possible within the selection cycle for the team for which the member would normally be considered; and
 - (ii) The member will not be eligible for selection for play until a determination on the matter has been made final.
 - (b) If the member is not a playing member, the meeting will be held within three weeks after the Committee has referred the matter to a Tribunal.
 - (c) The member shall be advised by any form of communication, including verbal communication, as approved by the Secretary that a meeting of the Tribunal will be held to consider the conduct of the member and setting out the time and place of the meeting.
 - (d) The member may attend the meeting or submit a written statement to the Tribunal.
 - (e) The member may be accompanied at the meeting by another person to assist or speak on the member's behalf.

- (f) The Tribunal will consider the information placed before it and may call witnesses to provide evidence.
 - (g) The member may invite witnesses to support their case.
- (5) After considering the evidence placed before it, the Tribunal may by resolution
- (a) Take no further action; or
 - (b) Take disciplinary action which may include
 - (i) a reprimand to the member;
 - (ii) suspension of the member from playing one or more games;
 - (iii) suspension of the member from membership of the Club for a specified period; or
 - (iv) expulsion of the member from the Club.
- (6) A resolution of the Tribunal under sub-clause (5) has immediate effect.
- (7) Where the Tribunal passes a resolution to discipline the member under sub-rule (5)(b), the Secretary shall, as soon as practicable, provide the member a notice in writing
- (a) setting out the resolution of the Tribunal and the grounds on which it is based;
 - (b) stating that the member, or their representative, has the right to appeal the decision at a meeting of the full Committee.
- (8) The member may exercise a right of appeal under sub-rule 7(b) by lodging with the Secretary a notice to the effect that he or she wishes to appeal against the resolution of the Tribunal to a meeting of the Committee.
- (a) A meeting to consider the appeal will be held no later than the next scheduled Committee meeting.
 - (b) Subject to sub-rule (4)(a)(ii), any penalty determined by the Tribunal shall be suspended until the appeal is heard by a meeting of the Committee.
 - (c) The Committee may decide to uphold the decision of the Tribunal, overturn the decision of the Tribunal or alter the penalty determined by the Tribunal.
 - (d) The decision of the Committee about an appeal will be final.

13/ GRIEVANCE PROCEDURE

- (1) Application
- (a) The grievance procedure set out in this Section applies to disputes under these Rules between—
 - (i) a member and another member;
 - (ii) a member and the Committee;
 - (iii) a member and the Club.
 - (b) A member must not initiate a grievance procedure in relation to a matter that is the subject of a disciplinary procedure until the disciplinary procedure has been completed.
- (2) Parties must attempt to resolve the dispute
- The parties to a dispute must attempt to resolve the dispute between themselves within 14 days of the dispute coming to the attention of each party.
- (3) Appointment of mediator
- (a) If the parties to a dispute are unable to resolve the dispute between themselves within the time required by rule (2), the parties must within 10 days
 - (i) notify the Committee of the dispute; and

- (ii) agree to or request the appointment of a mediator; and
 - (iii) attempt in good faith to settle the dispute by mediation.
- (b) The mediator must be
- (i) a person chosen by agreement between the parties; or
 - (ii) in the absence of agreement
 - (a) if the dispute is between a member and another member, a person appointed by the Committee; or
 - (b) if the dispute is between a member and the Committee or the Club, a person appointed or employed by the Dispute Settlement Centre of Victoria.
- (c) A mediator appointed by the Committee may be a member or former member of the Club but in any case must not be a person who
- (i) has a personal interest in the dispute; or
 - (ii) is biased in favour of or against any party.
- (d) Mediation process
- (i) The mediator to the dispute, in conducting the mediation, must
 - (a) give each party every opportunity to be heard; and
 - (b) allow due consideration by all parties of any written statement submitted by any party; and
 - (c) ensure that natural justice is accorded to the parties throughout the mediation process.
 - (ii) The mediator must not determine the dispute.
- (e) Failure to resolve dispute by mediation
- If the mediation process does not resolve the dispute, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

14/ CESSATION OF MEMBERSHIP

- (1) The membership of a person ceases on resignation, expulsion or death.
- (2) If a person ceases to be a member of the Club, the Secretary must, as soon as practicable, enter the date the person ceased to be a member in the register of members.
- (3) Upon Resignation or expulsion from the Club, a member shall forfeit all rights to any claim upon the Club and its property and funds.

15/ SUBSCRIPTIONS AND FEES

- (1) The Senior Playing Member subscription shall be set at the Annual General Meeting as one amount for the financial year.
- (2) The Committee shall set annual subscription fees for all other membership categories including
 - (a) Student Members
 - (b) Junior Playing Members
 - (c) Social Members
 - (d) Parental members
 - (e) Other membership categories as defined under Rule 8(7)
- (3) Life Members shall pay no subscriptions including where a life member is also a playing member.

- (4) Any member joining after 30th November shall be eligible for a pro-rata subscription as determined by the Committee.
- (5) All subscriptions shall be due and payable in advance to the Treasurer on the 1st October each year and may be paid by any method approved by the Committee. In cases of financial hardship, subscriptions may be paid by installments at the discretion of the Committee upon written application to the Secretary.
- (6) The Committee shall determine match fees payable by playing members. Match fees are due and payable prior to the commencement of the match in which the playing member participates.

16/ ARREARS OF SUBSCRIPTIONS

If any member of the Club fails to pay their subscription by the 31st October each year, notice shall be forwarded to the member drawing their attention to the fact, and if the member does not pay the amount within fourteen days after the forwarding of such notice, their name shall be removed from the list of members and they shall cease to be a member of the Club. If, however, they shall furnish a satisfactory explanation to the Committee, they may, at the discretion of the committee and upon payment of the arrears, be readmitted as a member of the Club.

17/ ANNUAL GENERAL MEETINGS

- (1) The Club shall in each calendar year convene an annual general meeting of its members.
- (2) The annual general meeting shall be held on such a day as the Committee determines and shall be held as soon as practicable after the end of the financial year.
- (3) The annual general meeting shall be specified as such in the notice convening it.
- (4) The ordinary business of the annual general meeting shall be
 - (a) to confirm the minutes of the last preceding annual general meeting and of any general meeting held since that meeting;
 - (b) to receive from the committee reports upon the transactions of the Club during the last preceding financial year;
 - (c) to elect officers of the Club and the ordinary members of the Committee;
 - (d) to receive and consider the statement submitted by the Club in accordance with Part 7 of the Act; and
 - (e) to set the Senior Playing Member subscription for the following cricket season.
- (5) The annual general meeting may transact special business of which notice is given in accordance with these Rules.
- (6) The annual general meeting shall be in addition to any other general meeting that may be held in the same year.

18/ SPECIAL GENERAL MEETINGS

- (1) All general meetings other than the annual general meeting shall be called special general meetings.
- (2) The committee may, whenever it thinks fit, convene a special general meeting of the Club.
- (3) The committee shall, on the request in writing of members representing not less than 5 per cent of the total number of members entitled to vote, convene a special general meeting of the Club.

- (4) The request for a special general meeting shall state the objects of the meeting; and shall be signed by the members making the requisition and be sent to the address of the Secretary
- (5) If the committee does not cause a special general meeting to be held within one month after the date on which the request is sent to the address of the Secretary, the members making the request, or any of them, may convene a special general meeting to be held not later than 3 months after that date.
- (6) If a special general meeting is convened by members in accordance with subrule (5), all reasonable expenses incurred in convening the special general meeting must be refunded by the Club to the persons incurring the expenses.

19/ NOTICE OF GENERAL MEETINGS

- (1) The Secretary (or, in the case of a special general meeting convened under Rule 18(5), the members convening the meeting) must give to each member of the Club
 - (a) at least 21 days notice of a general meeting if a special resolution is to be proposed at the meeting; or
 - (b) at least 14 days notice of a general meeting in any other case.
- (2) The notice must
 - (a) specify the date, time and place of the meeting;
 - (b) indicate the general nature of each item of business to be considered at the meeting;
 - (c) if a special resolution is to be proposed
 - (i) state in full the proposed resolution; and
 - (ii) state the intention to propose the resolution as a special resolution; and
 - (d) comply with rule 21 relating to proxies.
- (3) No business other than that set out in the notice convening the meeting shall be transacted at the meeting.
- (4) A member desiring to bring any business before a meeting may give notice of that business in writing to the Secretary who shall include that business in the notice calling the next general meeting after the receipt of the notice.

20/ PROCEDURES AT MEETINGS

- (1) All business that is transacted at a special general meeting and all business that is transacted at the annual general meeting with the exception of that specially referred to in these rules as being the ordinary business of the annual general meeting shall be deemed to be special business.
 - (a) No item of business may be conducted at a general meeting unless a quorum of members entitled under these Rules to vote is present at the time when the meeting is considers that item.
 - (b) Five members personally present (being members entitled under these Rules to vote at a general meeting) constitute a quorum for the conduct of the business of a general meeting.
 - (c) If, within half an hour after the appointment time for the commencement of a general meeting, a quorum is not present, the meeting if convened upon the request of members shall be

dissolved; and in any other case the meeting shall stand adjourned to the same day in the next week at the same time and (unless another place is specified by the Chair at the time of the adjournment or by written notice to members given before the day to which the meeting is adjourned) at the same place and if at the adjourned meeting the quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being not less than 3) shall be a quorum.

(2) Chair at meetings

- (a) The President, or in the President's absence, a Vice-President, shall preside as Chairperson at each general meeting of the Club.
- (b) If the President and the Vice-Presidents are absent from a general meeting, the members present must select one of their number to preside as Chair at the Meeting.

(3) Adjournment of meetings

- (a) The Chair of a general meeting at which a quorum is present may, with the consent of the meeting, adjourn the meeting from time to time and place to place but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
 - (b) Where a meeting is adjourned for fourteen days or more, a like notice of the adjourned meeting shall be given as in the case of a general meeting.
 - (c) Except as provided in sub-rules 3(a) and 3(b), it is not necessary to give notice of an adjournment or of the business to be transacted at an adjourned meeting.
- (4) A question arising at a general meeting of the Club shall be determined on a show of hands and unless before or on the declaration of the show of hands a poll is demanded, a declaration by the Chairperson that a resolution has on a show of hands been carried; or carried unanimously; or carried by a particular majority; or lost; and an entry to that effect in the minute book of the Club is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.

(5) Voting

- (a) Upon any question arising at a general meeting of the Club, a member has one vote only.
- (b) In the case of an equality of voting on a question, the Chairperson of the meeting is entitled to exercise a second or casting vote.
- (c) All votes must be given personally or by proxy.

(6) Demanding a poll

- (a) If at a meeting a poll on any question is demanded by not less than 3 members, it shall be taken at that meeting in such manner as the Chairperson may direct and the resolution of the poll shall be deemed to be a resolution of the meeting on that question.
- (b) A poll that is demanded on the election of a Chairperson or on a question of an adjournment shall be taken forthwith and a poll that is demanded on any other question shall be taken at such time before the close of the meeting as the Chairperson shall direct.

(7) Minutes of general meetings

- (a) The Committee must ensure that minutes are taken and kept of each general meeting.

- (b) The minutes must record
 - (i) the names of the members attending the meeting; and
 - (ii) the names of any members represented by proxies under Rule 21;
 - (iii) the business considered at the meeting; and
 - (iv) any resolution on which a vote is taken and the result of the vote.
- (c) In addition, the minutes of each annual general meeting must include—
 - (i) the financial statements submitted to the members in accordance with rule 41; and
 - (ii) the names of elected officers and general committee members.

21/ PROXIES AT GENERAL MEETINGS

- (1) Each member shall be entitled to appoint another member as his proxy by notice given to the Secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.
- (2) If the Committee has approved a form for the appointment of a proxy, the member may use any other form that clearly identifies the person appointed as the member's proxy and that has been signed by the member.
- (3) Notice of a general meeting given to a member under rule 19 must
 - (a) state that the member may appoint another member as a proxy for the meeting; and
 - (b) include a copy of any form that the Committee has approved for the appointment of a proxy.

22/ COMMITTEE OF MANAGEMENT

- (1) The affairs of the Club shall be managed by a committee of management constituted as provided in this rule.
- (2) The committee
 - (a) shall control and manage the business and affairs of the Club;
 - (b) may, subject to these Rules, the Regulations and the Act, exercise all such powers and functions as may be exercised by the Club other than those powers and functions that are required by these Rules to be exercised by general meetings of the members of the Club; and
 - (c) subject to these Rules, the Regulations and the Act, has power to perform all such acts and things as appear to the Committee to be essential for the proper management of the business and affairs of the Club.
- (3) The Committee shall comprise ten members, other than Junior Playing Members, consisting of:
 - (a) Five Executive Officers (referred to as 'Officers')
 - (b) Five General committee Members(referred to as ordinary members of the Committee)
- (4) The Executive Officers of the Club shall consist of:

- (a) a President;
 - (b) a Senior Vice-President;
 - (c) a Junior Vice-President;
 - (d) a Secretary; and
 - (e) a Treasurer.
- (5) The Committee shall have the power to co-opt additional general committee members as it sees fit. Such co-opted General committee members shall have the same rights as General Committee Members elected at the Annual General Meeting.

23/ ELECTION OF COMMITTEE

- (1) Nominations of candidates for election of officers of the Club or as ordinary members of the committee
- (a) shall be made in writing, signed by two members of the Club and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination);
 - (b) shall be delivered to the Secretary of the Club not less than fourteen days before the date fixed for the holding of the annual general meeting; and
 - (c) shall be notified to all members not less than seven days before the date fixed for the holding of the annual general meeting.
- (2) If insufficient nominations are received to fill all vacancies on the committee, further nominations shall be received at the annual general meeting.
- (3) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected providing no further nominations are received at the annual general meeting.
- (4) If the number of nominations exceeds the number of vacancies to be filled, a ballot shall be held.
- (5) The ballot for the election of officers and ordinary members of the committee shall be conducted at the annual general meeting in such usual and proper manner as the committee may direct.
- (6) A nomination of a candidate for election under this rule is not valid if that candidate has been elected to another office at the same election.
- (7) Each member of the Committee shall, subject to these rules, hold office until the next annual general meeting after the date of their election but is eligible for re-election.
- (8) In the event of a casual vacancy occurring in the office of a member of the Committee, the Committee may appoint a member of the Club to fill the vacancy and the member so appointed shall hold office, subject to these rules, until the conclusion of the next annual general meeting following the date of his appointment.
- (a) If the position of Secretary becomes vacant, the Committee must appoint a member to the position within 14 days after the vacancy arises.

24/ TERM OF OFFICE

- (1) Subject to sub-rule (3) and rule 30, a committee member holds office until the positions of the Committee are declared vacant at the next annual general meeting.

- (2) A committee member may be re-elected.
- (3) A general meeting of the Club may
 - (a) by special resolution remove a committee member from office; and
 - (b) elect an eligible member of the Club to fill the vacant position in accordance with rule 23.

25/ SUB-COMMITTEES AND ADDITIONAL MEMBERS

- (1) The committee shall have the power to form any sub-committee which it deems prudent for the efficient running of the Club. Such sub-committees shall have such Authority as delegated by the Committee.
- (2) The committee shall have the power to vary the number of its members during its time of office.

26/ MEETINGS OF THE COMMITTEE

- (1) The committee shall meet at least once in a calendar month during the cricket season and at such times as the Committee may determine.
- (2) Special meetings of the committee may be convened by the President or by any four of the members of the committee.
- (3) Written notice shall be given to members of the committee of any special meeting specifying the general nature of the business to be conducted and no other business shall be transacted at such a meeting.
- (4) Any five members of the committee constitute a quorum for the transaction of the business of a meeting of the committee.
- (5) No business may be conducted unless a quorum is present and if within half of hour of the time appointed for the meeting a quorum is not present the meeting shall stand adjourned to the same place and the same hour of the same day in the following week unless the meeting was a special meeting in which case it lapses.
- (6) At meetings of the committee
 - (a) the President or, in his absence, a Vice-President shall preside; or
 - (b) if the President and the Vice-Presidents are absent, such one of the remaining members of the Committee as may be chosen by the members present shall preside.
- (7) Questions arising at a meeting of the committee, or at a meeting of any sub-committee appointed by the Committee, shall be determined on a show of hands or, if demanded by a member, by a poll taken in such manner as the person presiding at the meeting may determine.
- (8) Each member present at a meeting of the committee, or at a meeting of any sub-committee appointed by the committee (including the person presiding at the meeting), is entitled to one vote and, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- (9) Subject to sub-clause (4) the Committee may act notwithstanding any vacancy on the Committee.
- (10) Minutes of all resolutions and proceedings shall be taken by the Secretary or their nominee and shall be open at all reasonable times at the discretion of the Committee for inspection by any member of the Club upon application to the Secretary.

27/ GENERAL DUTIES OF THE COMMITTEE

- (1) As soon as practicable after being elected or appointed to the Committee, each committee member must become familiar with these Rules and the Act.
- (2) The Committee is collectively responsible for ensuring that the Club complies with the Act and that individual members of the Committee comply with these Rules.
- (3) Committee members must exercise their powers and discharge their duties with reasonable care and diligence.
- (4) Committee members must exercise their powers and discharge their duties
 - (a) in good faith in the best interests of the Club; and
 - (b) for a proper purpose.
- (5) Committee members and former committee members must not make improper use of
 - (a) their position; or
 - (b) information acquired by virtue of holding their positionso as to gain an advantage for themselves or any other person or to cause detriment to the Club.
- (6) In addition to any duties imposed by these Rules, a committee member must perform any other duties imposed from time to time by resolution at a general meeting. The Committee shall consider and decide all questions of policy and matters of the Club and its decisions shall have full force and effect unless overruled by any subsequent annual or special general meeting of the Club.
- (7) The Committee shall appoint
 - (a) senior team captains
 - (b) delegates to the Affiliate
 - (c) delegate to Council Parks and Gardens Committee
 - (d) a Selection Committee and a Chairperson of selectorsprior to each forthcoming season

28/ SPECIFIC DUTIES OF THE COMMITTEE

- (1) Duties of President:

The President shall

 - (a) preside over all meetings in accordance with the rules of general debate;
 - (b) call Annual General Meetings, Special General Meetings and Committee meetings as laid out in these rules; and
 - (c) in the event of a tied vote at any such meeting, the President (or in his absence the Chair pursuant to Rule 25) shall have the casting vote.
- (2) Duties of Senior Vice President:

The Senior Vice-president shall assist the President in matters relating to the operation of the Senior Club and Senior Playing Members
- (3) Duties of Junior Vice President:

The Junior Vice-President shall assist the President in matters relating to the operation of the Junior Club, junior Playing Members and Parental Members.
- (4) Duties of Secretary:
 - (a) The Secretary must perform any duty or function required under the Act to be performed by the secretary of an Incorporated Association.
 - (b) The Secretary must:

- (i) maintain the register of members in accordance with rule 7;
 - (ii) keep custody of all books, documents and securities of the Club in accordance with rule 38;
 - (iii) subject to the Act and these Rules, provide members with access to the register of members, the minutes of general meetings including financial statements submitted at a general meeting, minutes of committee meetings and other books and documents;
 - (iv) keep full and correct minutes of all resolutions and proceedings of every general meeting and of every meeting of the Committee and a record of the names of members present at all such meetings;
 - (v) keep a register of all members present at all such meetings;
 - (vi) attend to all correspondence including the issue of all notices of meetings;
 - (vii) attend to all matters relating to and received from the Affiliate;
 - (viii) perform such additional duties as the Committee may allocate; and
 - (ix) perform any other duty or function imposed on the Secretary by these Rules.
- (c) The Secretary must give to the Registrar notice of his or her appointment within 14 days after the appointment.
- (d) The Secretary may, with the approval of the Committee, delegate any of the above duties to any other committee member.
- (5) Duties of Treasurer:
- The Treasurer shall:
- (a) collect and receive all moneys due to the Club and make all payments.
 - (b) keep correct accounts and books showing the financial affairs of the Club with full details of all receipts and disbursements and present periodical financial reports to the Committee and Annual General Meetings of the Club, together with all bank books and financial statements;
 - (c) maintain a list of financial members
 - (d) perform such additional financial duties as the Committee may allocate.
- (6) In addition to the duties outlined above, all Committee Members may have additional specific duties as outlined in the Operations Manual of the Club.

29/ RESIGNATION OF COMMITTEE MEMBER

For the purposes of these rules, the office of an officer of the Club or an ordinary member of the Committee becomes vacant if the officer or member:

- (a) ceases to be a member of the Club;
- (b) becomes an insolvent under administration within the meaning of the Companies (Victoria) Code; or
- (c) resigns his office by notice in writing to the Committee.

30/ REMOVAL OF COMMITTEE MEMBER

- (1) The Club in general meeting may, by resolution, remove any member of the committee before the expiration of his term of office and appoint another member in his stead to hold office until the expiration of the term of the first-mentioned member.
- (2) Where the member to whom a proposed resolution referred to in sub-clause (1) makes representations in writing to the Secretary or President of the Club (not exceeding a reasonable length) and requests that they be notified to the members of the Club, the Secretary or the President may give a copy of the representations to each member of the Club or, if they are not so

sent, the member may require that they be read out at the meeting.

- (3) Notwithstanding sub-clause (1) and (2), the Committee may expel any committee member as a result of absence from three consecutive meetings without just cause or failure to give an apology prior to the meeting.

31/ ASSOCIATIVE PROPERTY

All property which is destroyed or damaged due to the negligence of any member of the Club shall, unless the Committee directs to the contrary, be paid for or replaced by the person responsible to the satisfaction of the Committee.

32/ MEMBERS ADDRESSES

Every member of the Club shall keep the Secretary advised of his address and shall notify the Secretary of any change of address, and all notices posted to such address shall be considered as having been duly given on the day following the date of posting.

33/ NOTICE REQUIREMENTS

- (a) Any notice required to be given to a member or a committee member under these Rules may be given—
- (i) by handing the notice to the member personally; or
 - (ii) by sending it by post to the member at the address recorded for the member on the register of members; or
 - (iii) by email or facsimile transmission.
- (b) Any notice required to be given to the Club or the Committee may be given
- (i) by handing the notice to a member of the Committee; or
 - (ii) by sending the notice by post to the registered address; or
 - (iii) by leaving the notice at the registered address; or
 - (iv) by email to the email address of the Club or the Secretary.

34/ MAKING BY-LAWS

The Committee shall have the power from time to time of making by-laws not inconsistent with these Rules and of repealing and altering all such by-laws for the proper management and conduct of the Club, and all such by-laws shall operate unless revoked by a General Meeting of the Club.

35/ BORROWING POWERS

If at any time a General Meeting of the Club shall pass a resolution authorising the Committee to borrow money, the Committee shall thereupon be empowered to borrow for the purposes of the Club such amount of money either at one time or from time to time and at such rates of interest and in such manner upon such security as the resolution shall specify. For this purpose, the Treasurer shall enter into such agreements in relation thereto as the Committee shall direct. All members of the Club and all persons who may become members after the passing of the said resolution shall be deemed to have assented to the same as if they had voted in favour of such a resolution.

36/ ALTERATION OF RULES

These rules and the statement of purpose of the Club shall not be altered except in accordance with the Act.

37/ WINDING UP

In the event of the winding up or the cancellation of the incorporation of the Club, the assets of the Club shall be disposed of in accordance with the provisions of the Act.

38/ CUSTODY AND INSPECTION OF BOOKS AND RECORDS

- (1) Except as otherwise provided in these Rules, the Secretary shall keep in their custody or under their control all books, documents and securities of the Club.
- (2) Members may on request inspect free of charge
 - (a) the register of members;
 - (b) the minutes of general meetings;
 - (c) subject to subrule (3), the financial records, books, securities and any other relevant document of the Club, including minutes of Committee meetings.
- (3) The Secretary may refuse to permit a member to inspect records of the Club that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the Club.
- (4) The Secretary may refuse to permit a member to inspect membership records of an individual member who has requested restricted access to personal information under rule 7(3).
- (5) The Committee must on request make copies of these rules available to members and applicants for membership free of charge.
- (6) Subject to sub-rules (3) and (4), a member may make a copy of any of the other records of the Club referred to in this rule and the Club may charge a reasonable fee for provision of a copy of such a record.
- (7) For purposes of this rule relevant documents means the records and other documents, however compiled, recorded or stored, that relate to the incorporation and management of the Club and includes the following—
 - (a) its membership records;
 - (b) its financial statements;
 - (c) its financial records;
 - (d) records and documents relating to transactions, dealings, business or property of the Club.

39/ FUNDS OF THE CLUB

- (1) The funds of the Club may be derived from annual subscriptions, donations, sponsorships, fund-raising activities, grants, interest and any other sources approved by the Committee.
- (2) The funds of the club must be expended for the purposes of the Club as defined in Rule 4 and shall include, but not be limited to,
 - (a) maintenance of playing and training facilities;
 - (b) fees associated with use of facilities and grounds;
 - (c) equipment and clothing for training and playing;
 - (d) purchase of food and alcohol for social functions of the Club;

- (e) disbursements required for the operation of the Club; and
 - (f) any other expenditure deemed by the Committee to be in the interests of the Club.
- (3) The Club must not distribute any surplus, income or assets directly or indirectly to its members.
- (4) The Club must not pay any member of the Club a commission or allowance from the receipts of the Club for the supply of liquor.
- (5) Subrule (2) does not prevent the Club from paying a member
- (a) reimbursement for expenses properly incurred by the member; or
 - (b) for goods or services provided by the member
- if this is done in good faith on terms no more favourable than if the member was not a member.

40/ MANAGEMENT OF FUNDS

- (1) The Club must open an account with a financial institution from which all expenditure of the Club is made and into which all of the Club's revenue is deposited.
- (2) Subject to any restrictions imposed by a general meeting of the Club, the Committee may approve expenditure on behalf of the Club.
- (3) The Committee may authorise the Treasurer to expend funds on behalf of the Club (including by electronic funds transfer) up to a specified limit without requiring approval from the Committee for each item on which the funds are expended.
- (4) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by two executive officers of the Club.
- (5) All funds of the Club must be deposited into the financial account of the Club no later than 5 working days after receipt.
- (6) With the approval of the Committee, the Treasurer may maintain a cash float provided that all money paid from or paid into the float is accurately recorded at the time of the transaction.

41/ FINANCIAL STATEMENTS

- (1) For each financial year, the Committee must ensure that the requirements under the Act relating to the financial statements of the Association are met.
- (2) Without limiting subrule (1), those requirements include
 - (a) the preparation of the financial statements;
 - (b) if required, the review or auditing of the financial statements;
 - (c) the certification of the financial statements by the Committee;
 - (d) the submission of the financial statements to the annual general meeting of the Association;
 - (e) the lodgement with the Registrar of the financial statements and accompanying reports, certificates, statements and fee.