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BLACKBURN NORTH CRICKET CLUB INCORPORATED

RULES

**ASSOCIATIONS INCORPORATION ACT 1981
THE RULES OF BLACKBURN NORTH CRICKET CLUB
INCORPORATED**

STATEMENT OF PURPOSES

1. (1) To promote, control and manage free from any objectionable feature, and in the best interests of the game of cricket all matches played and arranged between teams comprising the Association and others.
- (2) To help and advance junior cricket.
- (3) To promote the better fellowship and acquaintance of the members.
- (4) To ensure than funds of the Association are used only for the pursuit of these purposes.

NAME

2. (1) The name of the incorporated association is Blackburn North Cricket Club Incorporated (“Association”).
- (2) The colours of the Association shall be gold and green.
3. (1) In these rules, unless the contrary intention appears:

“Committee” means and includes the Executive and the Ordinary Members of the Committee.
"Executive" means those members of the Committee under **Rule 23**.
“Financial Year” means the year ending 30 June each year.
“General Meeting” means a general meeting of Members convened under **Rule 13**.
“Member” means a member referred to in **Rule 4**.
“Associate Member” means a member referred to in **Rule 6**;
“Ordinary Member of the Committee” means a member of the Committee who is not a member of the Executive.
“The Act” means the Associations Incorporation Reform Act 2012 (Vic).
“The Regulations” means regulations under the Act.
- (2) In these Rules, a reference to the Secretary of the Association is a reference to the person who holds office under these Rules as Secretary.
- (3) Words or expressions contained in these Rules shall be interpreted in accordance with the provisions of the Acts Interpretation Act 1958 and the Act as in force from time to time.

APPLICATION FOR MEMBERSHIP

4. (1) A natural person who is nominated and approved for membership as provided in these Rules is eligible to be a Member of the Association on payment of the annual subscription payable under these rules.
- (2) A person who is not a member of the Association at the time of the incorporation of the Association (or who was such a member at that time but has ceased to be a member) shall not be admitted to membership:
 - (a) unless he is nominated as provided in **Rule 4(3)**; and
 - (b) unless his admission as a member is approved by the Executive.
- (3) A nomination of a person for membership of the Association:
 - (a) shall be made in writing in the form set out in Appendix 1: Notification for Membership; and
 - (b) shall be lodged with the Secretary of the Association.
- (4) As soon as practicable after the receipt of a nomination the Secretary shall refer the nomination to the Executive.
- (5) Upon a nomination being referred to the Executive, the Executive shall determine whether to approve or to reject the nomination.
- (6) Upon a nomination being approved by the Executive the Secretary shall with as little delay as possible, notify the nominee in writing that he is approved for membership of the Association and request payment within the period of 28 days after receipt of the notification of the sum payable under these rules as the first year's annual subscription.
- (7) Upon a nomination being rejected by the Executive, the Secretary shall with as little delay as possible, notify the nominee in writing that his application has been rejected. No reasons for rejection of an application need be given.
- (8) The Secretary shall, upon payment of the amounts referred to in **Rule 4(6)** within the period referred to that in that Rule, enter the nominee's name in the register of members kept by him and, upon the name being so entered, the nominee becomes a member of the Association.
- (9) A right, privilege or obligation of a person by reason of his membership of the Association:
 - (a) is not capable of being transferred or transmitted to another person;
 - (b) terminates upon the cessation of his membership whether by death or resignation or otherwise.
- (10) For the purposes of clarification, it is here recited that a life member of Blackburn North Cricket Club, the unincorporated predecessor of the Association, shall by reason of such life membership upon incorporation of the Association become a life member of the Association.
- (11) The Committee shall have the power to elect not more than two life members of the Association per year, such life membership to be conferred only upon Members who have rendered to the Association (and/or its predecessor, Blackburn North Cricket Club) special service of at least (10) years' duration. Life members shall be presented with a

framed certificate and a medallion and shall for life have all rights and privileges as might hereby be conferred upon them including exemption from payment of annual subscriptions.

ANNUAL SUBSCRIPTION

5. (1) The annual subscription is such amount as is determined by a majority of the members of the Committee at the first Committee meeting after the Annual General Meeting of the Association.
- (2) Any member failing to pay the appropriate prescribed annual subscription in full at a time determined by the Committee shall be deemed to be an unfinancial member of the Association until such subscription has been paid. The rights and privileges of membership shall not attach to an unfinancial member.
- (3) No unfinancial member shall be selected to represent the Association in any of its teams.

ASSOCIATE MEMBERS

6. (1) Associate members of the Association include -
 - (a) any member under the age of 18 years; and
 - (b) any other category of member as specified from time to time in the **By-Laws**
- (2) An associate member must not vote but may have other rights, privileges and/or obligations, including variation of annual subscriptions, as specified from time to time in the **By-Laws**.

REGISTER OF MEMBERS

7. The Secretary shall keep and maintain a register of Members in which shall be entered the full name, address and date of entry of the name of each Member and the register shall be available for inspection by members at the address of the Public Officer.

RESIGNATION AND EXPULSION OF MEMBER

8. (1) A Member who has paid all moneys due and payable by him to the Association may resign from the Association by first giving notice in writing to the Secretary of his intention to resign and upon the receipt of that notice the Member shall cease to be a Member.
 - (2) Upon the receipt of a notice given under **Rule 8(1)**, the Secretary shall make in the register of members an entry recording the date on which the member by whom the notice was given ceased to be a member.
9. Where the Executive is advised or considers that a Member has allegedly:

- (1) breached, failed, refused or neglected to comply with a provision of these Rules or any resolution or determination of the Committee or the Executive; or
- (2) acted in a manner unbecoming of a Member, or prejudicial to the purposes and interests of the Association; or
- (3) brought the Association or any other Member into disrepute;

the Executive may commence or cause to be commenced, disciplinary proceedings against that Member, and that Member, will be subject to, and submits unreservedly to the jurisdiction, procedures and penalties of the Association set out in these Rules and the Association Judiciary By-Law.

The Executive may appoint a Judiciary Panel to deal with any disciplinary matter referred to it. Such Judiciary Panel shall be appointed and operate in accordance with the procedures expressed in these Rules and the Association Judiciary By-Law.

ANNUAL GENERAL MEETING

10. (1) The Association shall in each calendar year convene an annual general meeting of its Members.
- (2) The annual general meeting shall be held on such day as the Executive determines but not later than 31 July each 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 to:
 - (a) confirm the minutes of the last preceding annual general meeting;
 - (b) receive from the Committee reports upon the transactions of the Association during the last preceding financial year;
 - (c) elect the Committee; and
 - (d) receive and consider the statement submitted by the Association in accordance with section 30(3) of the Act.
- (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 meetings that may be held in the same year.

SPECIAL GENERAL MEETING

11. All general meetings other than the annual general meeting shall be called special general meetings.

12. (1) The Executive or the Committee may, whenever it thinks fit, convene a special general meeting of the Association and, where but for this Rule, more than 15 months would elapse between annual general meetings, shall convene a special general meeting before the expiration of that period.
- (2) The Executive shall, on the requisition in writing of Members representing not less than 5% of the total number of members, convene a special general meeting of the Association.
- (3) The requisition for a special 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 and may consist of several documents in a like form, each signed by one or more of the Members making the requisition.
- (4) If the Executive does not cause a special general meeting to be held within one month after the date on which the requisition is sent to the address of the Secretary, the Members making the requisition or any of them may convene a special general meeting to be held not more than three (3) months after that date.
- (5) A special general meeting convened by members in pursuance of these rules shall be convened in the same manner as nearly as possible as that in which those meetings are convened by the Executive and all reasonable expenses incurred in convening the meeting shall be refunded by the Association to the persons incurring the expenses.

NOTICE OF MEETING

13. (1) The Secretary of the Association shall, at least 7 days before the date fixed for holding a general meeting of the Association, cause to be sent to each member of the Association at his address appearing in the register of members, a notice by post or email stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- (2) No business other than that set out in the notice convening the meeting shall be transacted at the meeting.
- (3) 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.

PROCEEDINGS OF MEETINGS

14. (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.

- (2) No item of business shall be transacted at a general meeting unless a quorum of Members entitled under these rules to vote is present during the time when the meeting is considering that item.
 - (3) 15 Members personally present (being Members entitled under these rules to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.
 - (4) If, within half an hour after the appointed time for the commencement of a general meeting, a quorum is not present, the meeting if convened upon the requisition of members shall be dissolved and in any other case shall stand adjourned to the same day in the next week at the same hour and (unless another place is specified by the Chairman 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 less than 15) shall be a quorum.
15. (1) The President or, in his absence, the Vice-President, shall preside as Chairman at each general meeting of the Association.
 - (2) If the President and the Vice-President are absent from a general meeting the Members present shall elect one of their number to preside as Chairman at the meeting.
16. (1) The Chairman 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.
 - (2) Where a meeting is adjourned for 14 days or more, a like notice of the adjourned meeting shall be given as in the case of the general meeting.
17. A question rising at a general meeting of the Association 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 Chairman that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, an entry to that effect in the Minute Book of the Association is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of or against, that resolution.
18. (1) Upon any question arising at a general meeting of the Association a Member has one vote only.
 - (2) All votes shall be given personally or by proxy.
 - (3) If voting is equal on a question, the Chairman of the meeting is entitled to exercise a second or casting vote.
19. (1) If at a meeting a poll on any question is demanded by not less than three (3) Members, it shall be taken at that meeting in such manner as the Chairman may direct and the resolution of the poll shall be deemed to be a resolution of the meeting on that question.
 - (2) A poll that is demanded on the election of a Chairman 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 Chairman may direct.

20. A Member is not entitled to vote at any general meeting unless all moneys due and payable by him to the Association have been paid.
21. (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) The notice appointing the proxy shall be in the form set out in Appendix 2.

EXECUTIVE

22. (1) The affairs of the Association shall be managed by an Executive constituted as provided in **Rule 23**.
- (2) The Executive:
 - (a) shall control and manage the business and affairs of the Association;
 - (b) may, subject to these rules, the regulations and the Act, exercise all such powers and functions as may be exercised by the Association other than those powers and functions that are required by these rules to be exercised by general meetings of the members of the Association;
 - (c) subject to these rules, the Regulations and the Act, has power to perform all such acts and things as appear to the Executive to be essential for the proper management of the business and affairs of the Association;
 - (d) shall appoint the captains and vice-captains of the Association's open age teams;
 - (e) shall appoint the Association's delegate or delegates to the body or bodies with which it is from time to time affiliated;
 - (f) may appoint a property steward or property stewards;
 - (g) may appoint a junior section manager;
 - (h) may appoint a practice captain or practice captains;
 - (i) may appoint a coach and an assistant coach upon such terms as it sees fit;
 - (j) may appoint such sub-committee or sub-committees as it deems necessary to carry out designated duties, such sub-committee or sub-committees to act under the control and direction of the Executive;
 - (k) may appoint a chairman of selectors;
 - (l) may, at its sole discretion, relinquish custody of archival records to an appropriate organization for safe-keeping.
23. (1) The Executive of the Association shall be:
 - (a) the President;
 - (b) the Vice-President;
 - (c) the Treasurer; and

- (d) the Secretary.
 - (2) The provisions of **Rule 25**, so far as they are applicable and with the necessary modifications, apply to and in relation to the election of persons to any of the offices mentioned in **Rule 23(1)**.
 - (3) Each member of the Executive shall hold office until the annual general meeting next after the date of his election but is eligible for re-election.
 - (4) In the event of a casual vacancy in any office referred to in **Rule 23(1)**, the Executive may fill the vacant office and the person so appointed may continue in office up to and including the conclusion of the annual general meeting next following the date of his appointment.
 - (5) The holders of the above offices shall ex officio be members of all sub-committees.
 - (6) The Executive shall meet as often as it considers necessary and shall conduct its meetings in such manner as it considers fit. All members of the Executive must be present to constitute a quorum for an Executive meeting. The Executive must prepare minutes of its meetings and provide such minutes to the Committee.
24. (1) The Committee shall consist of:
- (a) the Executive; and
 - (b) not more than seven (7) Ordinary Members, each of whom shall be elected at the annual general meeting of the Association in each year.
- (2) Each Ordinary Member of the Committee shall, subject to these rules, hold office until the annual general meeting next after the date of his election but is eligible for re-election.
 - (3) In the event of a causal vacancy occurring in the office of a member of the Committee, the Executive may appoint a Member to fill the vacancy and the member so appointed shall hold office, subject to these rules, until the annual general meeting next following the date of his appointment.

ELECTION OF COMMITTEE AND VACANCY

25. (1) Nomination of candidates for election as Committee members:
- (a) shall be made in writing, signed by two Members and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination;
 - (b) must nominate the position to which the candidate is seeking election; and
 - (c) shall be delivered to the Secretary of the Association not less than two (2) 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, the candidate nominated shall be deemed to be elected and 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.
 - (4) If the number of nominations exceeds the number of vacancies, a ballot shall be held.
 - (5) The ballot for the election of Executive members and Ordinary Members of the Committee shall be conducted at the annual general meeting in such usual and proper manner as the Executive may direct.
26. For the purposes of these rules, the office of a Committee member becomes vacant if the member:
- (a) ceases to be a Member of the Association;
 - (b) becomes an insolvent under administration within the meaning of the Corporations Act; or
 - (c) resigns his office by notice in writing given to the Secretary.

PROCEEDINGS OF COMMITTEE

27. (1) The Committee shall meet at least 5 times each year at such place and such times as the Executive may determine.
- (2) Special meetings of the Committee may be convened by the President or by any 2 of the members of the Executive .
- (3) Notice shall be given to members of the Committee of any special meeting specifying the general nature of the business to be transacted at such a meeting.
- (4) Any 4 members of the Committee constitute a quorum for the transaction of the business of a meeting of the Committee.
- (5) No business shall be transacted unless a quorum is present and if within a half an hour of the time appointed for the meeting a quorum is not present the meeting shall stand adjourned to the same place and at 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 the Vice-President shall preside; or
 - (b) if the President and the Vice-President are absent, such one of the remaining members of the Executive as may be chosen by the members present shall preside.
- (7) Questions arising at a meeting of the Committee or of any sub-committee appointed by the Executive 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 of any sub-committee appointed by the Executive (including the person presiding at the meeting) is entitled to vote and, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.

- (9) Written notice of each Committee meeting shall be served on each member of the Committee by delivering it to him at a reasonable time before the meeting or by sending it by post or email addressed to him at least 2 business days before the date of the meeting.
- (10) Subject to **Rule 27(4)** the Committee may act notwithstanding any vacancy on the Committee.

SECRETARY

28. The Secretary of the Association shall keep minutes of the resolutions and proceedings of each general meeting and each Committee meeting in books provided for that purpose together with a record of the names of persons present at Committee meetings.

TREASURER

29. (1) The Treasurer of the Association:
 - (a) shall collect and receive all moneys due to the Association and make all payments authorized by the Association; and
 - (b) shall keep correct accounts and books showing the financial affairs of the Association with full details of all receipts and expenditure connected with the activities of the Association.
- (2) The accounts and books referred to in **Rule 29(1)** shall be available for inspection by members.

REMOVAL OF MEMBER OF COMMITTEE

30. (1) The Association in general meeting may by resolution remove any member of the Committee before the expiration of his term of office and appoint another member to hold office in his stead until expiration of the term of the first-mentioned member.
- (2) Where the member to whom a proposed resolution referred to in **Rule 30(1)** makes representation in writing to the Secretary or President of the Association (not exceeding a reasonable length) and requests that they be notified to members of the Association, the Secretary or President may send a copy of the representations to each member of the Association or, if they are not so sent, the member may require that they be read out at the meeting.
- (3) Any elected member of the Committee who absents himself from three (3) consecutive meetings (having received reasonable notice thereof) shall be deemed to have resigned his position as a Committee member unless the Executive resolves to accept such explanation as he might proffer for his non-attendance.

CHEQUES

31. All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any two of the President, the Treasurer and the Secretary.

SEAL

32. (1) The Common Seal of the Association shall be kept in the custody of the Secretary.
- (2) The Common Seal shall not be affixed to any instrument except by the authority of the Executive and the affixing of the Common Seal shall be attested by the signatures either of two members of the Executive or of one member of the Executive and the Public Officer of the Association.

ALTERATION OF RULES AND STATEMENT OF PURPOSES

33. These rules and the statement of purposes of the Association shall not be altered except in accordance with the Act.

NOTICES

34. (1) A notice may be served by or on behalf of the Association upon any member either personally or by sending it by post or email to the member at his address shown in the register of Members.
- (2) Where a document is properly addressed, and posted or emailed to a person as a letter, the document shall, unless the contrary is proved, be deemed to have been given to the person at the time at which the letter would have been delivered in the ordinary course of post.

WINDING UP OR CANCELLATION

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

CUSTODY OR RECORDS

36. Except as otherwise provided in these rules, the Secretary shall keep in his custody or under his control all books, documents and securities of the Association.

FUNDS

37. The funds of the Association shall be derived from annual subscriptions, donations and such other sources as the Executive determines.

STANDING ORDERS

38. (a) The order of business at all meetings of the Committee and all general meetings of the Association shall be:
Apologies
Minutes
Correspondence
Delegates and Committee Reports
Financial
General Business
- (b) No discussion shall take place, except on a motion or amendment moved and seconded and put in writing if so demanded by the President.

PROPERTY AND INDEMNITIES

39. (a) No Member or member of the Committee shall incur any liability to any Member as a result of loss or destruction or damage to the Association's property unless such loss, destruction or damage resulted from an act or omission done or not done in personal, fraudulent and bad faith by the Committee member or Member in question.
- (b) Any Member who pledges his own credit or expends his own funds to purchase property for the Association (when such pledging or expenditure is authorised in advance by the Executive) shall be indemnified against personal loss resulting to him therefrom by the Association.
- (c) Any Member who suffers loss by way of fines or other expenses as a result of criminal proceedings (of whatsoever description) against him shall be indemnified against such loss by the Association if the Executive considers that he was acting on behalf of the Association and in a manner which was in the Association's best interests at the time of the incidents to which the proceedings relate.
- (d) The Executive shall have power to make ex gratia payments to members who suffer financial loss as a result of physical injuries suffered in the course of competition games with the Association or official Association training sessions PROVIDED HOWEVER THAT the Executive shall not be obliged to make such payments and shall not be bound by any previous decision to do so.

HONORARIA

40. Honoraria may be granted by a majority vote of the Members at a general meeting of the Association.

ASSOCIATIONS INCORPORATION ACT 1981

Section 7

Registered no. : A0017190a

CERTIFICATE OF INCORPORATION

THIS IS TO CERTIFY THAT:

BLACKBURN NORTH CRICKET CLUB INC.

IS ON AND FROM THE **27TH OCTOBER 1988**

INCORPORATED UNDER THE ASSOCIATION ACT 1981

Given under my hand at Melbourne this **11th Day of August 1994.**

Deputy / Registrar of Incorporated Associations

APPENDIX 1

Application for membership of
(Name of the Association)

I,
(Full name of Applicant)

of
(Address)

..... desire to become a member of
(Occupation)
.....
(Name of Association)

In the event of my admission as a member, I agree to be bound by the rules of the Association for the time being in force.

.....
Signature of Applicant

Date

I, , a member of the Association,
(Name)

nominate the applicant, who is personally known to me, for membership of the Association.

.....
Signature of Proposer

Date

I, , a member of the Association,
(Name)

second the nomination of the applicant, who is personally known to me, for membership of the Association.

.....
Signature of Seconder

Date

APPENDIX 2

Form of Appointment of Proxy

I, of
being a member of
(Name of Incorporated Association)
hereby appoint of
being a member of that Incorporated Association, as my proxy to vote for me
on my behalf at the general meeting of the Association (annual general
meeting or special general meeting, as the case may be) to be held on the
..... day of19 and at any
adjournment of that meeting.

My proxy is authorised to vote in favour of/against *(delete as appropriate)* the
resolution *(insert details)*.

Signed

The day of 19