## Sandy Creek Cricket Club Constitution

### May 2014

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**Part 1**

1. **Name**

The name of the incorporated body shall be known as the Sandy Creek Cricket Club, referred to herein as ‘the Club’.

**Part 2**

1. **Definitions**

‘committee’ means the committee of management of the Club.

‘general meeting’ means a general meeting of members of the Club convened in accordance with these rules.

‘ordinary member’ means a member of the Club.

‘the Act’ means the Associations Incorporations Act 1985.

‘special resolution’ means a special resolution defined in the Act.

‘month’ shall mean one calendar month.

**Part 3**

1. **Objects**

The objects of the club are to:

* 1. Foster and facilitate the game of cricket in the local community and surrounding areas
  2. Promote junior cricket and fostering the development of young players
  3. Encourage and provide opportunity for Members to participate in the sport of cricket at all levels
  4. Provide a sense of community spirit and cooperation in the broader community
  5. Foster personal and cricket relationships with other cricket clubs
  6. Raise money required, and invest such money for the objectives of the Club
  7. Professionally manage Curdnatta Recreation Park via the Curdnatta Recreation Park sub-Committee in accordance with agreed deliverables and with the support of The Barossa Council; including maintenance, booking management, cleaning, volunteer management, relationship management of user groups and associated budget management
  8. To receive and facilitate feedback from the community and users of Curdnatta Recreation Park.

**Part 4**

1. **Powers of the Club**

The Club shall have all the powers conferred by section 25 of the Act.

In addition to any of the powers granted by Section 25 of the Association Incorporated Act 1985 the powers of the Club are as follows and are limited to the extent that they can only be exercised to further the objects and purposes of the Club:

* 1. To form a sub-Committee for the purpose of management of Curdnatta Recreation Park.
  2. To keep separate the financial records for the Club and the Curdnatta Recreation Park sub-Committee.
  3. To seek or receive membership fees, donations, gifts and property of any kind.
  4. To publish periodicals, reports and other documents.
  5. To provide education or training relating to the Club and its objects and purposes.
  6. To join with or co-operate with any other body in order to further any object or purpose of the Club.
  7. To deal with property of all kinds and in any manner.
  8. To enter into any agreement.
  9. To invest any property to the Club in any manner.
  10. To borrow money on any terms, operate bank accounts and give any security.
  11. To pay any expenses.
  12. To engage or dismiss any employees or volunteers.
  13. To administer any property held in trust.
  14. To do such other acts and things to further the purposes of the Club as the Club thinks fit.

**Part 5**

1. **Property of the Club**
   1. The Committee has the management and control of the funds and property of the Club.
   2. All income and property of the Club may only be applied for the purposes of the Club.
   3. All income and property of the Curdnatta Recreation Park sub-Committee may only be applied for the purposes as defined in the Management Agreement for Curdnatta Recreation Park.
   4. No funds or property of the Club may be paid or transferred directly or indirectly to the members or relatives of members.
   5. However, this does not restrict the payment in good faith to an officer, member or relative of a member of the Club for:
      1. Reasonable remuneration for services rendered provided either a workplace agreement or tax invoice for services rendered is supplied and approved by the Committee,
      2. Reasonable rental for property let or hired to the Club by that person, or
      3. Any payment incidental to the Club’s activities provided it is consistent with the Club’s purpose.

**Part 6**

1. **Membership**
   1. **Type of Membership**
      1. Ordinary Member: any person aged 16 and over who have paid the subscriptions presented in section 5.2. Ordinary members shall be eligible to vote and eligible for membership of the Committee.
      2. Junior Member any person under the age of 16 who have paid the subscriptions presented in section 5.2. Junior Members do not have voting rights, nor can they be members of a committee.
      3. Honorary Member: any person proposed and seconded by two ordinary members and approved by members at an annual general meeting. Honorary members do not have voting rights, nor can they be members of a committee.
      4. Life Member: any person who has given outstanding service to the club for a period not less than ten years. Any current financial member may nominate, in writing to the Secretary, a candidate for membership. Nominations should include the members’ reasons for putting forward the candidate for life membership. This should be decided under the discretion of the current general committee, with a vote of at least 80% of current committee members. Life member shall be entitled to the equal rights and entitlements of any ordinary member of the Club.
      5. Community Member: any person aged 18 and over from the local community who has an active interest in Curdnatta Recreation Park. Community Members shall be eligible to vote on matters before the Curdnatta Recreation Park Sub-Committee.
   2. **Subscriptions**
      1. The subscription fees for membership shall be such sum, if any, as the members shall determine from time to time in Annual General Meeting.
      2. The subscriptions fees shall be payable annually on 1 July or at a time that the committee determines.
      3. Any member whose subscription is outstanding for more than three months after the due date for payment shall cease to be a member of the club, provided always that the committee may reinstate a person’s membership on such terms as it thinks fit.
      4. Honorary and Life Members are not required to pay subscription fees unless they are also a registered player.
      5. Community Members are not required to pay subscription fees.
   3. **Resignations**

A member may resign from membership of the club by giving written notice to the secretary of the Club. Any resigning member shall be liable for any outstanding subscriptions which may be recoverable as a debt due to the club.

* 1. **Expulsion of a Member**
     1. Subject to giving a member an opportunity 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
     2. Particulars of the charge shall be communicated to the member at least one week before the meeting of the committee at which the matter will be determined. The member may provide to the committee a response in writing for the consideration of the committee not less than one day before the committee meeting
     3. The determination of the committee shall be communicated to the member, and in the event of an adverse determination the member shall, subject to 5.4.4 below, cease to be a member 8 days after the committee has communicated its determination to the member.
     4. It shall be open to a member to appeal the expulsion of the club to the committee at a committee meeting. The intention to appeal shall be communicated to the secretary or public officer of the club within 7 days after the determination of the committee has been communicated to the member.
     5. In the event of an appeal under 5.4.4 above, the appellant’s membership of the club shall not be terminated unless the determination of the committee to expel the member is confirmed by a further meeting of the committee at which the appellant may appear but is not entitled to representation except in the case of a junior member by a parent and in such event membership will be terminated at the date of the meeting at which the determination of the committee is confirmed.
  2. **Register of Members**

A register of members must be kept and contain;

* + 1. the name and address of each member,
    2. the date on which each member was admitted to the club, and
    3. if applicable, the date of and reason(s), for termination of membership.

**Part 7**

1. **The Committee**
   1. **Powers and Duties**
      1. The affairs of the club shall be managed and controlled by the committee which, in addition to any powers and authorities conferred by these rules, may exercise all such powers and do all such things as 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 a general meeting.
      2. The committee has the management and control of the funds and other property of the club
      3. The committee shall have authority to interpret the meaning of these rules and any other matter relating to the affairs of the club on which these rules are silent.
      4. The Committee may form sub-committees for specific purposes as and when deemed necessary by the general committee. Nominations and appointment of members will be approved by the general committee
      5. The Committee may delegate any of its functions to any particular Committee member, members or Sub-Committee.
      6. The committee shall appoint a public officer as required by the Act.
   2. **Appointment**
      1. The Management Committee shall be comprised of a chairperson, secretary, treasurer.
      2. In addition to the Management Committee, a General Committee comprised of the management committee and a minimum of three (3) other members but not exceeding six (6).
      3. Management Committee positions shall be appointed for a period of two years with Chairperson and Treasurer be elected on alternate year to the Secretary.
      4. All general committee positions are to be appointed for a period of one year.
      5. The General committee may appoint a person to fill a casual vacancy, and such a committee member shall hold office until the next annual general meeting.
      6. There shall be no restriction on any member of a committee holding multiple offices.
      7. The Curdnatta Recreation Park Sub-Committee shall be comprised of a Chairperson, Secretary and Treasurer that may be the same persons as elected for the Management Committee
         1. The Curdnatta Recreation Park Sub-Committee shall be comprised of the Chairperson, Secretary and Treasurer; and up to four (4) community members.
   3. **Duties of executive office bearers and committee**
      1. **Chairperson**

The duties of the Chairperson are as follows;

1. To oversee the management of the Club
2. Tto chair all of the meetings of the Club
3. Oversee the management of the Club committees
4. Represent the club at official functions where necessary
5. Have a nonvoting position unless required under 6.4.2
6. The Chair’s ruling on any matter of meeting procedure is final and binding on the meeting in accordance with the Association Incorporation Act 1985 and Regulations 2008
7. The Chair is responsible for the proper observance of the rules of the Constitution in the contact of meetings and affairs of the Association
8. Ensure all Committee members have an opportunity to participate in discussions in an open, respectful and encouraging manner
9. Call the meeting to order and ask for the debate to be finalised if no new information is being presented to allow a motion to be put to the Committee.
   * 1. **Secretary**

The duties of the Secretary are as follows;

1. Administration of the Club,
2. Issues notices for all meetings,
3. Recording and management of minutes including,
   1. names of members present
   2. each motion carried
   3. any disclosure of interest made by a member
4. Routine correspondence,
5. Maintenance of the Club roll,
6. Other duties as directed by the General Committee.
   * 1. **Treasurer**

The duties of the Treasures are as follows;

1. Management of the financial administration of the Club
2. Responsible for the proper keeping of all books of accounts and reporting to the Committee of same
3. Responsible for the receipt, safe custody, banking, payment of monies
   1. Pay all funds received into an Club bank account as soon as practicable after receiving them,
   2. Pay the Club’s debts as they become due, subject to Committee approval. Approval must be attained from [select number] General Committee members. Approvals may be attained in person, by phone (and documented), or email
4. Presentation of the Club’s annual financial statements at the Annual General Meeting
5. Other duties assigned by the general committee.

The duties of Chairperson, Secretary and Treasurer are also applicable for the Curdnatta Recreation Park sub-Committee.

* 1. **Proceedings of the General Committee**

Proceedings of the General Committee also apply to the Curdnatta Recreation Park sub-Committee.

* + 1. The committee shall meet together regularly during the cricket season and not less than eight times per year.
    2. Notice of a Committee meeting may be given at a previous meeting or by email, telephone or other personal notification. A minimum notice of twenty four hours is required.
    3. Questions arising at any meeting of the committee shall be decided by a majority of votes, and in the event of equality of votes the chairperson shall have a casting and deciding vote.
    4. A quorum for a meeting of the committee shall be comprised of one half plus one of the members of the general committee with at least one of the management committee present.
    5. A member of the committee having a direct or indirect pecuniary interest in a contract or proposed contract with the club must disclose the nature and extent of that interest to the committee as required by the Act, and shall not vote with respect to that contract or proposed contract. The member of the committee must disclose the nature and extent of his or her interest in the contract at the next annual general meeting of the club.
  1. **Disqualification of Committee Members**

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

* + 1. disqualified from being a committee member by the Act
    2. expelled as a member under section 5.4
    3. permanently incapacitated by ill health
    4. absent without apology from more than three meetings in a financial year

**Part 8**

1. **The Seal**
   1. The Club shall have a common seal upon which the name Sandy Creek Cricket Club Inc shall appear in legible characters.
   2. The seal shall not be used without the express authrorisation of the committee, and every use of the seal shall be recorded in the minutes of the Club. The affixing of the seal shall be witnessed by the Chairman.

**Part 9**

1. **General Meetings**
   1. **Annual General Meetings**
      1. The committee shall call an annual general meeting in accordance with the Act and these rules.
      2. Annual General meeting shall be held no later than the 30 September of each year.
      3. The order of the business at the meeting shall be:
         1. The confirmation of the minutes of the previous annual general meeting and of any special general meeting held since that meeting.
         2. The consideration of the accounts and reports of the committee.
         3. The election of the committee members
         4. Any other business requiring consideration by the club in general meeting.
   2. **Special General Meeting**
      1. The committee may call a special general meeting of the club at any time
      2. Upon a requisition in writing of not less than 5% of the total number of members of the club, the committee shall, within one month of the receipt of the requisition, convene a special general meeting for the purpose specified in the requisition.
      3. Every requisition for a special general meeting shall be signed by the relevant members and shall state the purpose of the meeting.
      4. If a request for a special general meeting is not acted upon within 30 day, as required by 8.2.2 above, the requisitions, or at least 50% of their number, may convene a special general meeting. Such a meeting shall be convened in the same manner as nearly as practical as a meeting convened by the committee, and for this purpose the committee shall ensure that the requisitions are supplied free of charge with particulars of the members entitled to receive a notice of meeting. The reasonable expenses of convening and conducting such a meeting shall be born by the club.
   3. **Notice of General Meetings**
      1. Subject to 8.3.2 at least 14 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 to the meeting.
      2. Notice of a meeting at which a special resolution is to be proposed shall be given at least 21 days prior to the meeting.
      3. A notice may be given by the club to any member by serving the member with the notice personally, or by sending as per contact details provided by the said member.
      4. Where a notice is sent by post:
      5. The service is effected by properly addressing, prepaying and posting a letter or packet containing the notice.
   4. **Proceedings at General Meetings**

* + 1. Fifty per cent (?) of voting members present personally, or by proxy, shall constitute a quorum for the transaction of business at any general meeting.
    2. If within 30 minutes after the time appointed for the meeting a quorum of members is not present, a meeting convened upon the requisition of members shall lapse. In any other case, the meeting shall stand adjourned to the same day in the next week, at the same time and place and if at such an adjourned meeting a quorum is not present within 30 minutes of the time appointed for the meeting the members present shall form a quorum.
    3. Subject to 8.4.4, the chairperson shall preside as chairperson at a general meeting of the club.
    4. If the chairperson is not present within five minutes after the time appointed for holding the meeting, or he or she is present but declines to take or retires from the chair, the members may choose a committee member or one of their own number to be the chairperson of that meeting.
  1. **Voting at General Meetings** 
     1. Subject to these rules, every eligible member of the club has only one vote at a meeting of the club.
     2. Subject to these rules, a question for decision at a general meeting, other than a personal resolution, must be determined by a majority of members who vote in person or, where proxies are allowed, by proxy at that meeting.
     3. Unless a poll is demanded by at least five members, a question for decision at a general meeting must be determined by a show of hands.
  2. **Poll at general meetings**
     1. If a poll is demanded by at least five members, it must be conducted in a manner specified by the person presiding and the result of the poll is the resolution of the meeting on that question.
     2. A poll demanded for the election of a person presiding or on a question of adjournment must be taken immediately, but any other poll may be conducted at any time before the close of the meeting.
  3. **Special and ordinary resolutions**
     1. An ordinary resolution is a resolution passed by a simple majority at a general meeting.
     2. “Special Resolution” as defined by the Associations Incorporation Act means a resolution passed at a duly convened meeting of the members of the association if –

(a) At least 14 days written notice specifying the intention to propose the resolution as a specified resolution has been given to all members of the association; and

(b) It is passed at a meeting referred to in this paragraph by a majority of not less than two thirds of such members of the Club (or sub-committee) as being entitled to do so, vote in person or by proxies at that meeting.

* 1. **Proxies**

A Member shall be entitled to appoint in writing a natural person who is also a member of the club to be their proxy, and attend and vote at any general meeting of the club.

**Part 10**

1. **Minutes**
   1. Proper minutes of all proceedings of the club and of meetings of the committee, shall be entered within one month after the relevant meeting in minute records kept for the purpose.
   2. The minutes kept pursuant to this rule must be confirmed by members of the club, or the members of the committee (as relevant) at a subsequent meeting and such recorded as being true and correct.

**Part 11**

1. **Financial reporting**
   1. Financial Year

The financial year of the club is the period of 12 months commencing on 1 July and ending on 30 June of each year.

* 1. Accounts to be kept

The club shall keep and retain such account records as are necessary to correctly record and explain the financial transactions and financial position of the club in accordance with the Act. As per regulation 8 financial are to be audited after the end of the financial year.

1. **Auditors**
   1. The Curdnatta Recreation Park sub-Committee is required to appoint auditors to audit the Curdnatta Recreation Park sub-Committee’s annual financial statements or for any other purpose
   2. The auditors have the power to call for any and all Curdnatta Recreation Park sub-Committee books or records at any time.

**Part 12**

1. **Prohibition against securing profits for members**

The income and capital of the club shall be applied exclusively to the promotion of its objects and no portion shall be paid or distributed directly or indirectly to member or their clubs except as bona fide remuneration of a member for services rendered or expenses incurred on behalf of the club.

**Part 13**

1. **Winding up**
   1. The club may be wound up in the manner provided for in the Act. The members may, by resolution passed by a majority of four fifths of the members, present at any Annual General Meeting or Special General Meeting called for that purpose resolve to dissolve the Curdnatta Recreation Park sub-Committee
   2. In the event of dissolution of the Curdnatta Recreation Park sub-Committee, a minimum of sixty (60) days’ notice is required to The Barossa Council prior to the dissolution coming in effect. Any funds remaining after payment of all debts and liabilities and to the credit of the Curdnatta Recreation Park sub-Committee shall be paid returned to The Barossa Council.
   3. Provided nevertheless that the Curdnatta Recreation Park sub-Committee shall not be dissolved whilst any five (5) members desire its continuation.

**Part 14**

1. **Application of surplus assets**
   1. If after winding up of the Club their remains ‘surplus assets’ as defined in the Act, such surplus assts shall be distributed to any organisation which has similar objects and has rules which prohibit the distribution of its assets and income to its members.
   2. Such organisation, or organisations, shall be identified and determined by a resolution of member in general meeting.
   3. Assets under management by the Curdnatta Recreation Park sub-Committee will remain owned by The Barossa Council.

**Part 15**

1. **Indemnity**

Each Committee and Community Member is indemnified by the Club against all loss, damages and expenses paid or incurred by him or her as a Committee or Community Member in the proper exercise of his or her duties.

**Part 16**

1. **No Liability**

No Member, Committee Member or Community Member is liable for:

(a) The errors or defaults of any other Member, Committee Member or Community Member,

(b) Any defect of title to any property acquired by or on behalf of the Club,

(c) Any loss or damage arising from the insolvency or tortuous act of any person controlling any property of the Club,

(d) Any default by a Member, Committee Member or Community Member when properly exercising his or her duties.

**Part 17**

1. **Rules**
   1. These rules may be altered (including an alteration to the club’s name) by special resolution of the members of the club. This includes recision or replacement by substitute rules.
   2. The alteration shall be registered with the Office of Consumer and Business Affairs, Corporate Affairs Commission, as required by the Act.
   3. Registered Rules shall bind the Club and every member to the same extend as if they have respectively signed and sealed them and agreed to be bound by all of the provisions thereof.