

CONSTITUTION OF STOKES VALLEY CRICKET CLUB INCORPORATED

- 1) **NAME:**
The name of the Club is STOKES VALLEY CRICKET CLUB INCORPORATED (hereinafter referred to as “the Club”).
- 2) **REGISTERED OFFICE:**
The Registered Office of the Club shall be at the residence or other place of living of the Secretary for the time being, or such other place as the Executive Committee may in its discretion from time to time determine and as may from time to time be advised to the Registrar of Incorporated Societies.
- 3) **COLOURS:**
The colours of the Club shall be Navy Blue, Red, and Gold, and shall, where appropriate, appear in conjunction with a monogram, badge or motif depicting the Tui bird.
- 4) **HOME GROUND:**
The designated home ground of the Club shall be Delaney Park, 319 George Street, Stokes Valley, 5019.
- 5) **FINANCIAL YEAR-END:**
The Club’s financial year-end shall be 31st May of each year.
- 6) **OBJECTS:**
The objects of the Club are to:
 - a) Foster, promote, encourage, and develop the playing and enjoyment of the game of cricket and encourage social interaction between members of the Club and with other persons interested in the game of cricket.
 - b) Uphold and maintain the rules of the game of cricket as defined by New Zealand Cricket.
 - c) Affiliate with Cricket Wellington or any association in succession thereof or alternative association (hereinafter referred to as “the Association”) and enter teams in the competitions organised by the Association.
 - d) Promote and facilitate social interaction and friendly relations among clubs affiliated to the Association and other sporting clubs and with and between members of such clubs.

- e) Provide playing areas, pavilions, stadiums, and other facilities and conveniences, sporting equipment and clothing of any kind and to furnish and maintain the same and any other property of the Club to be used by the members of the Club or other clubs gratuitously or for payment.

7) POWERS:

The Club has the power, subject to this Constitution, to:

- a) Purchase, hire, take on lease or exchange or otherwise acquire for the purposes of the Club any real or personal property or interest therein and to sell, convey, transfer, assign, mortgage, insure, charge, pledge, lease, grant licences over, give, exchange or otherwise dispose of the same or any part thereof.
- b) Invest any funds of the Club not immediately required for the carrying on of the Club's business in such manner and on such security (if any) and terms as may, in any case, be considered advisable by the Executive Committee and if necessary to vary the investments from time to time.
- c) Control and raise money including borrow, invest, loan or advance monies and secure the payment of such money by way of mortgage or charge over all or part of any of the property (present or future) of the Club whether secured or unsecured and enter into guarantees.
- d) Enter into any contract or other arrangements with employees, sponsors, Members and other persons and organisations, which at the time of entering into such contract, may be considered by the Executive Committee to be for the benefit of the Club or any particular group of members of the Club, and manage and terminate such contracts as the Executive Committee sees fit.
- e) Hire, employ, suspend and dismiss administrators, managers, contractors, and employees of any kind whatsoever and to pay to them and to other persons in return for services rendered to the Club such salary, wages, and gratuities as the Executive Committee may from time to time determine.
- f) Establish, amalgamate with or promote or assist in the establishing or amalgamation with or promoting of and to subscribe to or become a member of any other club, association or society whose objects are similar either wholly or in part to the objects of the Club or the establishment or promotion of which may, in the opinion of a General Meeting of the Club, be beneficial to the Club.

- g) Determine, raise and receive money by subscriptions, donations, fees, levies, entry or usage charges, sponsorship, government funding, community funding or otherwise.
 - h) Produce, develop, create, license and otherwise exploit, use and protect the intellectual property of the Club.
 - i) Make, alter, rescind, enforce this Constitution, and any rules, by-laws, regulations, policies and procedures for the governance, management and operation of the Club.
 - j) Determine, implement and enforce disciplinary, disputes and appeal procedures, including rules, regulations and policies for such, conduct hearings and impose sanctions and penalties.
 - k) Consider and settle disputes between Members.
 - l) Determine who are Members of the Club and withdraw, suspend or terminate membership.
 - m) Organise and control competitions, events and programmes and make, alter, rescind and enforce rules of such.
 - n) Select representative teams and squads.
 - o) Provide gifts and prizes in accordance with the objects of the Club.
 - p) Print and publish any information by any media including newsletters, articles, leaflets, social media, email, and website content for promotion of the Club.
 - q) Delegate powers of the Club to any person, Board, committee or sub-committee.
 - r) Do any other lawful acts or things which are incidental or conducive to the attainment of the objects of the Club.
- 8) TYPES OF MEMBERSHIP:
The types of Membership shall be:
- a) PLAYING MEMBERS:
Being those persons currently registered to compete in Senior Cricket grades who take active participation, and represent the Club, in any cricket event organised or controlled by any organisation.
 - b) NON-PLAYING MEMBERS:

Being those persons who, while not entitled to apply to be admitted as a Playing Member, for the time being, hold a position on the Executive Committee. Such persons are entitled to all rights, powers and privileges of Playing Members.

- c) LIFE MEMBERS:
Being those persons who, after having first been recommended by the Executive Committee, are elected Life Members by a simple majority vote of those present and entitled to vote at any Annual General Meeting of the Club in recognition of conspicuous or loyal service to the Club.
 - d) HONORARY MEMBERS:
Being those persons who do not wish active participation but support the Club generally in its activities.
 - e) JUNIOR MEMBERS:
Being those persons currently registered to compete in Junior Grades. Junior Members shall have no voting rights nor be entitled to hold any office.
 - f) SOCIAL MEMBERS:
Being those persons who are listed as parents/guardians of Junior Members on registration or membership applications. Social members shall have no voting rights nor be entitled to hold any office.
- 9) ELECTION OF MEMBERS:
- a) The Executive Committee shall have the power to impose limits from time to time as to the number of members of the Club.
 - b) Members shall consist of those persons who fall within one of the membership types as provided for in Rule 6 hereof and who have been admitted into the Club at any meeting of the Executive Committee after having been proposed to the Executive Committee by at least two (2) current members. Provided that a prospective candidate for membership may be provisionally admitted as a member by the consent of two (2) members of the Executive Committee pending considering by the Executive Committee at its next meeting. Such provisional admission shall be without prejudice to the power of the Executive Committee to reject any candidate for membership.
 - c) Any person wishing to join the Club as a Playing, Non-playing, Honorary, or Junior Member shall furnish to the Secretary, or such other Officer of the Club as the Executive Committee shall appoint, an application to join giving their full name, date of birth, email address, town/city and postcode of residence, and contact telephone number.

Members are also required to provide such information as may be required by New Zealand Cricket from time to time for their recordkeeping purposes. Junior Members must also provide contact details including the name, phone number and email address of parents/guardians.

- d) (i) The Executive Committee shall have full powers to admit or reject candidates for membership and shall not be required to give reasons for any decision.

- (ii) Any proposed candidate who, on such initial application, has been rejected for membership shall have the right to appear before the next meeting of the Executive Committee to be heard in support of their application for membership whereafter the Executive Committee shall reconsider such application and the provisions of paragraph (i) of this Rule 7(d) shall apply in respect of such reconsideration.

8) MEMBERSHIP RIGHTS & OBLIGATIONS:

- a) All members shall be entitled to use the Club's facilities in such a manner as may from time to time be determined by the Executive Committee.
- b) All members with the exception of Junior and Social Members shall be entitled to hold office in accordance with the Rules of the Club and to have an equal voice and vote in all the business and concerns of the Club.
- c) Each person admitted to membership shall be bound by the Constitution, and by the regulations, by-laws, policies and procedures of the Club.
- d) A member may at any reasonable time inspect the membership records of the Club that pertain to their own membership.

9) TERMINATION OF MEMBERSHIP:

- a) All rights and interests of a member shall cease:
 - i) Upon their death;
 - ii) Upon the acceptance of their resignation;
 - iii) Upon their suspension or expulsion;
 - iv) Upon their default to pay subscriptions and/or ground fees.
- b) RESIGNATION:

Any member desiring to cease to be a member shall give notice in writing to the Secretary or any member of the Executive Committee. After acceptance of such resignation by the Executive Committee, the Secretary shall at once so inform the member but no resignation shall

be accepted unless, and until, all monies due to the Club by the member have been paid. A member whose resignation has been accepted shall be entitled to a written clearance from the Secretary.

c) **EXPULSION:**

Any member who is deemed by a meeting of the Executive Committee to be for any reason unworthy of continued membership of the Club may, if two-thirds of the Executive Committee present at such meeting so vote, be suspended for any period or periods of time or be expelled from the Club. Provided that before any such suspension or expulsion becomes operative the member concerned shall be notified of such and shall be entitled within seven (7) days of the giving of such Notice to appear before the Executive Committee to show reason why they should not be so suspended or expelled. The member may bring a support person to their appearance before the Executive Committee.

d) **NON-PAYMENT OF SUBSCRIPTIONS:**

If any member fails to pay their annual subscription by 1st February in a particular year, the Executive Committee may, after seven (7) days notice has been given to that member, suspend them from all rights of membership. In the case of a Playing or Junior Member who has failed to pay their annual subscription by the Annual General Meeting following the season they played, the name of such member shall be forwarded to the Association for inclusion in the regional defaulters' lists.

10) **SUBSCRIPTIONS:**

- a) The annual subscription for Playing and Junior Members shall be determined at the Annual General Meeting and shall become due on 1st December in each year.
- b) Playing or Junior Members who are available for only a portion of the season may be admitted on a proportional payment, such proportional payment to be determined by the Executive Committee.

11) **GROUND FEES:**

Every player in a Club team shall be required to pay to their Team Captain or another person so assigned such fees as determined by the Executive Committee to cover the costs of Ground Fees and Umpire Fees as levied by the Association.

12) **ANNUAL GENERAL MEETINGS:**

- a) The Annual General Meeting shall be held not later than the 31st July in each year at a place and on a date to be determined by the Executive Committee for the following purposes:

- i) Receiving an audited report, balance sheet and statement of accounts for the Club's preceding financial year ending 31st May.
 - ii) Electing Officers for the ensuing year.
 - iii) Determining the subscription for Playing and Junior Members for the ensuing year.
 - iv) Transacting other such business as may be brought forward by the Executive Committee or of which notice in writing shall have been given to the Secretary at least fourteen (14) days prior to the meeting or as may otherwise be admitted by the Chairperson for consideration at such Meeting.
 - b) Notice of such Annual General Meeting shall be given at least fourteen (14) days before the date fixed for the meeting and circulated to all members, provided that the failure to effectively give such notice whether generally or in respect of any member or members shall not of itself invalidate the Meeting of the business transacted thereat.
- 13) SPECIAL GENERAL MEETINGS:
A Special General Meeting shall be convened:
- a)
 - i) at the request of the Executive Committee.
 - ii) on receipt of request setting forth the object of such meeting and signed by at least five members of the Club.
 - b) Notice of the place and date for the holding of a Special General Meeting and the object, or objects, for which such meeting is called shall be forwarded to all members at least fourteen (14) days before the date fixed for such meeting provided that the failure to effectively give such notice whether generally or in respect of any member or members shall not of itself invalidate the Meeting of the business transacted thereat.
 - c) Only the business for which a Special General Meeting is called shall be considered at such Meeting.
- 14) PROCEEDINGS AT GENERAL MEETINGS:
- a) The quorum for any General Meeting of the Club shall be equivalent to half of the current number of members of the Executive Committee plus one (1). Such meeting shall lapse if a quorum is not present within thirty (30) minutes after the time appointed for the commencement of the meeting and adjourn for one week. If at such meeting there is no quorum those members present shall be competent to discharge the business of the meeting.

- b) The President of the Club shall preside as Chairperson at any General Meeting of the Club, or, if they are not present, or unable to, or decline to take the Chair then the members present shall choose a member present and willing to act to take the Chair.
- c) Every member present and entitled to vote shall have one (1) vote on every motion. In the case of equality of votes, the Chairperson shall have a second or casting vote. Voting shall be by show of hands unless a poll is demanded.

15) OFFICERS OF THE CLUB:

The Officers of the Club shall consist of the Patron, President, Club Captain, Secretary, Treasurer, Assistant Club Captain, any other relevant position, and additional Committee Members as may be elected. The Officers shall be elected at the Annual General Meeting and shall hold office until their successors are elected the following year. Nominations for Officers of the Club shall be proposed and seconded and may either (1) be forwarded in writing to the Secretary and a list of all such written nominations shall be available to members upon request prior to the Annual General Meeting, or (11) be put forward at the appropriate time during the Annual General Meeting.

16) THE EXECUTIVE COMMITTEE:

- a) The Executive Committee shall consist of the President, Secretary, Treasurer, Club Captain and Assitant Club-Captain and the additional Committee Members as elected.
- b) Five members of the Executive Committee shall form a quorum at any meeting of the Committee; such meetings shall be convened by notice from the Secretary to each member.
- c) At the first meeting of a new Executive Committee, one of its number shall be appointed Chairperson for the ensuing year.
- d) At any meeting of the Executive Committee, the Chairperson shall have a second or casting vote in the case of equality of votes.
- e) The Executive Committee shall be charged with the duty of generally conducting the affairs of the Club and shall have the following particular powers:

- i) To appoint Officers to fill vacancies that may occur but any person so chosen shall retain office only so long as the vacating member would have retained office.
- ii) To appoint members to serve with them as Associate Committee Members to assist either in special projects or in the general running of the Club as they determine. Such members may not have any voting rights at Committee Meetings.
- iii) To appoint Committee Members or Associate Committee Members to form sub-committees, and to delegate any powers to such sub-committees as they think fit.
- iv) To make or repeal by-laws to ensure the smooth running of the Club and of the Executive Committee provided such by-laws are not inconsistent with the Club Rules (as may be amended or replaced from time to time) or the Incorporated Societies Act 1908 or any Act passed in amendment or substitution, therefore (herein referred to as "the Act").
- v) To appoint Team Captains and Vice Captains.
- vi) To determine the recipients of Club Trophies.
- vii) To authorise the execution of all deeds and documents which they may from time to time deem expedient.
- viii) To discipline any member behaving in a manner not in the best interest of the Club.
- ix) To exercise all of the Club's powers of borrowing, raising money, investment, contracting and dealing with real or personal property.
- x) To administer all of the Club's assets both tangible and intangible.
- xi) Administer the finances, appoint bankers, and direct the opening of banking accounts for specific purposes and transfer funds from one account to another, and close any such account.
- xii) Fix the manner in which such banking accounts shall be operated upon, providing the Management Committee passes all payments.
- xiii) Fix fees and subscriptions payable by members and decide such levies, fines and charges as is deemed necessary and advisable, and enforce payment thereof.
- xiv) To arrange its own meetings at regular intervals and determine its own procedures.
- xv) Cause minutes to be made of all proceedings at meetings of the Committee and General Meetings of members.
- xvi) May at their discretion employ a person or persons to carry out certain duties required by the Club, at salaries or remunerations for such period of time, as may be deemed necessary.

- xvii) Appoint an officer/s or agent of the Executive Committee to have custody of the Club's records, documents and securities.
 - xviii) Adjudicate on all matters brought before it which in any way affect the Club.
 - xix) To exercise all of the powers and pursue all the objects of the Club not required to be exercised or performed in General Meeting.
- f) The office of any member of the Executive Committee shall be vacated;
- i) If they cease to be a member of the Club in terms of Rule 9 hereof,
 - ii) or if they resign from office,
 - iii) or if they shall be absent from three (3) consecutive meetings of the Executive Committee without the special leave of the Executive Committee as recorded in the Club's minutes.

The continuing members of the Executive Committee may act notwithstanding any vacancy in their body.

17) DUTIES OF OFFICERS OF THE CLUB:

- a) The Secretary shall;
- i) In person, or by deputy, attend each meeting of the Club and Executive Committee and provide minutes of such meetings in a book provided for that purpose.
 - ii) Keep a record of the following information for all Club members: Name, date of birth, email address, town/city and postcode of residence, contact phone number and ethnicity, the latter for New Zealand Cricket recordkeeping purposes.
 - iii) Read and file all communications and other papers.
 - iv) Issue notices of Meetings when directed.
 - v) Conduct any necessary correspondence.
 - vi) Attend to compliance with the provisions of the Act.
- b) The Treasurer shall;
- i) Collect and account for all dues and funds and ensure such monies are lodged to the bank account maintained by the Club within one (1) month of receipt.

ii) Produce a statement showing the financial position of the Club at each Management Committee Meeting.

iii) Produce an audited statement of annual accounts at the Annual General Meeting.

iv) Disburse all monies of the Club as directed and approved by Executive Committee.

v) The Treasurer shall not spend more than two hundred and fifty dollars (\$250.00) of Petty Cash in any one transaction without the consent of the Executive Committee and shall keep a record of such expenditure.

vi) Accounts may be paid by internet banking, with the financial authority of any two of three nominated members of the Executive Committee.

18) FUNDS OF THE CLUB:

a) The funds of the Club shall be paid into such Bank as the Executive Committee shall from time to time determine and such account shall be operated by any two Officers of the Executive Committee.

b) The surplus funds of the Club may from time to time be invested by the Executive Committee in such manner and upon such securities as may be approved by them. All such investments shall be made in the name of the Club or in the name or names of Trustee or Trustees for the Club, such Trustee or Trustees to be appointed by the Executive Committee.

c) No part of the funds of the Club is to be used or be available to be used for the private pecuniary profit of any member, proprietor, shareholder, beneficiary, or associate of any of them.

d) No member of the Club or any person associated with a member shall participate in or materially influence any decision made by the organisation, in respect of the payment to or on behalf of that member or associated person of any income, benefit, or advantage whatsoever. Any such income shall be reasonable and relative to that which would be paid in an arm's length transaction (being open market value).

19) BORROWING POWERS:

The Club shall in addition to the other powers vested in it have a power to borrow or raise money from time to time by bank overdraft or by the issue of debentures, bonds, bills of exchange, promissory notes or other negotiable instruments, mortgages or charges or any other security founded or based on all or any of the property or rights of the Club or without any such security and upon such terms as to priority and otherwise as the Club thinks fit; but the powers of so borrowing or raising money (other than by way of bank overdraft) shall not be exercised except pursuant to a resolution of the Club passed at a General Meeting.

20) ALTERATION, AMENDMENT AND RESCISSION OF RULES:

- a) These Rules may be altered, added to or rescinded by resolution passed by a two-thirds majority of those present at the Annual General Meeting of the Club or at any Special General Meeting called for that purpose.
- b) At least fourteen (14) days notice in writing of any intended alteration, addition or rescission shall be given to the Secretary who shall within seven (7) days of receipt of such notice notify members of the same by email and/or notification on the Club website and social media channels.
- c) No addition to or alteration of the objects, personal benefit clause or the winding up clause shall be made which affect the tax-exempt status/not-for-profit status. The provisions and effect of this clause shall not be removed from this document and shall be included and implied into any document replacing this document.

21) WINDING UP OF THE CLUB:

- a) The Club may be wound up by the passing of a resolution (within the meaning of Section 24 of the Act) to that effect at a General Meeting of the members, such resolution to be confirmed at a subsequent General Meeting called together for that purpose and held at least thirty (30) days after the date on which the resolution so to be confirmed was passed.
- b) Such subsequent General Meeting shall be convened for the above purpose as provided by the Rules of the Club and the notice shall clearly state the object of the meeting and shall be posted to members to their last known email address at least fourteen (14) days before the date fixed for such meeting.
- c) In the event of winding up of the Club, the assets of the Club shall first be applied to the payment of all debts, liabilities, costs and expenses of winding up the affairs of the Club, and to any other liabilities of the Club, and in the event of there being any surplus, such surplus shall

be applied in such manner as may be decided upon by the Executive Committee.

- d) If upon winding up or dissolution of the organisation there remains after the satisfaction of all its debts and liabilities any property whatsoever the same shall not be paid or distributed among the members of the organisation but shall be given or transferred to some other organisation or body with similar objects to the first organisation or for some other charitable purpose, within New Zealand.

22) COMMON SEAL:

- a) The Club shall have a Common Seal which shall be kept in the custody of the Secretary.
- b) The Common Seal shall not be affixed to any instrument except in pursuance of a resolution of the Executive Committee and in the presence of at least two members of the Executive Committee.

23) NOTICES:

All notices posted on the Club's website, social media channels, or by email shall be considered as official notices and shall be attended to accordingly. All notices, the manner of service or delivery of which is not otherwise provided for in these Rules or in the Act, shall be deemed to be sufficiently served upon or delivered to all and any members of the Club by the timeous posting of same in an above-mentioned manner.

24) GENERAL:

Any case not provided for in these Rules or any question arising as to their interpretation or as the interpretation of the by-laws from time to time shall be decided by the Executive Committee.

25) INDEMNITY:

The Executive Committee and other Officers of the Club shall be indemnified by the Club against all losses and expenses incurred by them in or about the discharge of their duties, except such as happens to be by their own wilful act, neglect or default.

No member of the Executive Committee shall be responsible for any other member of the Executive or for any Officer, clerk, or servant of the Club or for any loss or expense or liability happening to the Club by the insufficiency or deficiency of value of, or title to any property or security acquired or taken on behalf of the Club, or by the bankruptcy or tortious act of any customer or debtor of the Club or by anything done in the execution of the duties of their office or in relation thereto, or otherwise than for his own wilful act, neglect or default.

24) DECLARATION:

STOKES VALLEY CRICKET CLUB INCORPORATED hereby adopts and accepts this Constitution as a current operating guide regulating the actions of members.

Signed:

Date:

Name:

Position: Chair/President

Signed:

Date:

Name:

Position: Secretary