

# **MID CANTERBURY CRICKET ASSOCIATION INCORPORATED CONSTITUTION**

## **Definitions:**

“Board” means the Board of Control of Mid Canterbury Cricket Association Inc constituted pursuant to clause 9.

“Association Area” means all that territory bounded by the Rakaia River in the North, the Pacific Ocean in the East, the Rangitata River in the South and the Main Divide in the West.

“Mid Canterbury Cricket” means The Mid Canterbury Cricket Association Incorporated.

“Chair” means the Chair of the Board from time to time.

“Executive Director” means the Executive Director of Mid Canterbury Cricket from time to time.

“Members” means the clubs, schools and other organisations affiliated to Mid Canterbury Cricket Association from time to time, and any individual elected as a Life Member under Clause 6.

“Canterbury Cricket” means The Canterbury Cricket Association Inc.

“New Zealand Cricket” means New Zealand Cricket Inc.

## **1. NAME:**

The name of the Association shall be “**THE MID CANTERBURY CRICKET ASSOCIATION INCORPORATED**”

## **2. HEADQUARTERS/REGISTERED OFFICE/COLOURS:**

- 2.1 The headquarters and registered office of Mid Canterbury Cricket shall be at the EA Network Centre, 20 River Terrace, Ashburton or at such place within Mid Canterbury as the board may from time to time determine.
- 2.2 The colours of Mid Canterbury Cricket shall be green and gold
  - (a) Blazer, green with Coat of Arms and the words “Mid Canterbury Cricket Association” placed below.
  - (b) Cap, green with gold monogram

## **3. OBJECTS:**

The objects for which Mid Canterbury Cricket is established are:-

- (a) To foster, control, promote, advance and encourage the game of cricket in the Mid Canterbury District.
- (b) To arrange, control and promote matches between Mid Canterbury teams and between Mid Canterbury teams and teams from other places.
- (c) To manage, control and promote all Mid Canterbury Representative Cricket teams.
- (d) To apply for and maintain membership of Canterbury Cricket and any other body in the furtherance of these objects.

#### **4. POWERS AND RESPONSIBILITIES**

The powers of Mid Canterbury Cricket are:-

- (a) To make or alter this constitution or by-laws by resolution at a General meeting.
- (b) To organise grade and inter-club cricket matches and manage and control all existing and future cricket competitions throughout the Mid Canterbury area.
- (c) To develop, organize, deliver and participate in programmes of education and training.
- (d) To terminate membership.
- (e) To settle disputes or differences between members and to adjudicate on appeals from members.
- (f) To establish and promulgate rules, playing conditions, and regulations for the playing of cricket and in its discretion to include in such rules, playing conditions and regulations, experimental laws and rules notwithstanding that any such experimental laws or rules may not conform to, or may contradict the laws of cricket from time to time promulgated by the Marylebone Cricket Club. The laws of cricket published from time to time by the Marylebone Cricket Club shall apply to all cricket under the jurisdiction of Mid Canterbury Cricket subject only to the rules, playing conditions and regulations established or promulgated in accordance with the provisions of this rule.
- (g) To implement disciplinary procedures and impose sanctions and penalties.
- (h) To develop drug testing and other policies and associated disciplinary procedures
- (i) To assign functions to and/or enter into agreement with other organisations such as the N.Z. Sports Drug Agency.
- (j) To lend, invest, borrow, raise or secure the payment of money; to raise funds by subscriptions, levies, donations etc; to guarantee the repayment of any funds borrowed which in the opinion of the board is for the benefit (either direct or indirect) of Mid Canterbury Cricket; to incur liabilities for the day to day administration and functioning of Mid Canterbury Cricket; to apply funds to purposes in accordance with the objects of Mid Canterbury Cricket.
- (k) To insure property, employees and players.
- (l) To enter into and/or terminate contracts with players, staff, sponsors, media and other persons, agencies and organisations.
- (m) To develop job descriptions and appoint and terminate the appointments of staff whether casual, full-time, by contract or otherwise.
- (n) To delegate duties, co-opt or appoint sub-committees
- (o) To acquire by purchase, lease or grant any property or property rights and to manage, let, sell, exchange or otherwise deal with property of Mid Canterbury Cricket; to construct and/or maintain property; to mortgage or otherwise charge property.
- (p) To disseminate private or other information about members or individuals with their consent but subject to the purpose being in accordance with the Objects of Mid Canterbury Cricket.
- (q) To subscribe to, affiliate to and co-operate with kindred or other organisations, including international organisations.
- (r) To promote Mid Canterbury Cricket and its activities.
- (s) To do all such other things as Mid Canterbury Cricket in its absolute discretion shall consider necessary or expedient for the attainment of all or any of the objects of Mid Canterbury Cricket.

#### **5. MEMBERSHIP:**

- 5.1 Members of Mid Canterbury Cricket shall be all members at the date of this constitution subject to any inclusion to or exclusion from membership pursuant to this clause.
- 5.2 Applications from clubs, schools and other organisations wishing to be admitted to membership of Mid Canterbury Cricket shall be made in writing to the Executive Director. The board will consider such applications at its next meeting and may, at its discretion, accept or refuse any such application for membership. Each such organisation must furnish its full name, full particulars of its membership and such other information as the board may require. Notice of each application by an organisation for admission as a member shall be given to such of the members as, in the opinion of the Board, may be affected by such application.
- 5.3 The board may terminate membership of any member if satisfied after a reasonable inquiry that such member is unable to comply with such standards as the board may require. A member may apply to have membership restored after a period of six months at the discretion of the board or by an Annual General Meeting provided the application for reinstatement is moved in the form of a notice of motion.
- 5.4 Any member who wished to resign must notify the Executive Director in writing not less than 7 days before the Annual General Meeting in any year or be liable for any subscriptions or levies for the year following the Annual General Meeting.
- 5.5 All members shall comply with the directions and requirements of the Board in so far as those relate to the administration of the game of cricket throughout the Mid Canterbury District.
- 5.6 The Board shall require a register to be kept in which shall be entered the full name, street and postal address and officers of all members and the dates of their admission and all subsequent changes.

## **6 LIFE MEMBERSHIP**

- 6.1 With the prior approval of the board, Mid Canterbury Cricket may elect as a Life Member, any individual who has made an outstanding contribution to cricket or cricket administration within the Mid Canterbury District.
- 6.2 A Life Member may, with or without notice, attend any meeting of Mid Canterbury Cricket and shall have the same privileges as delegates at any Annual or Special General Meeting.
- 6.3 The membership of a Life Member may be terminated by a resolution of Mid Canterbury Cricket.

## **7. PRESIDENT**

- 7.1 There shall be elected by the Annual General Meeting in each year a President who shall hold office until the next Annual General Meeting subject to clause 7.3.

- 7.2 The President may be nominated by any member and any such nomination must be received by the Executive Director at least 14 days prior to the date of the Annual General Meeting. In the Absence of such nomination(s), nominations may be made at the Annual General Meeting.
- 7.3 The office shall become vacant for any of the reasons set out in clause 9.3 (a) (i-iv). In the event of such vacancy, the office shall be filled by the Board.
- 7.4 The President shall be a full member of the Board of Control with voting rights.

## **8. MEETINGS OF MID CANTERBURY CRICKET**

- 8.1 The Annual General Meeting of Mid Canterbury Cricket shall be held not later than 31 October in each year.
- 8.2 The Annual General Meeting and Special General meetings of Mid Canterbury Cricket shall comprise both voting and non-voting members.
- 8.3 (a) The voting delegates shall comprise:-
- (i) Affiliated clubs. One delegate for each team provided that no club shall be entitled to more than three delegates. The number of delegates to which any club is entitled shall be determined by the status of such club during the previous playing season. For this purpose, no team shall be counted unless it has played at least three matches during the previous season.
  - (ii) The Mid Canterbury Cricket Umpires' Association shall be entitled to one delegate.
  - (iii) The President of Mid Canterbury Cricket.
  - (iv) Life members.
- (b) The names of delegates must be submitted to the Executive Director not later than 24 hours prior to the appointed time of the meeting.
- 8.4 The non-voting delegates shall comprise Auditor, Executive Director and any member of the board not otherwise present as a voting delegate.
- 8.5 The President and Executive Director shall not be eligible to act as delegates at General Meetings.
- 8.6 **ANNUAL GENERAL MEETING**
- (a) Notice of the Annual General Meeting shall be given in one local newspaper circulated in Mid Canterbury and by electronic communication to all members and to all non-voting delegates at least 28 days prior to the date of such meeting.
  - (b) Any notice of motion intended to be moved at the Annual general Meeting shall be in the hands of the Executive Director at least 14 days prior to the date of the meeting

- (c) The agenda, all reports to be tabled at the meeting and any notices of motion in accordance with sub-clause (b) shall be sent to all members and to all non-voting delegates at least 7 days prior to the date of the meeting.
- (d) The accidental omission to give notice of a meeting to, or the non-receipt of notice of a meeting by, any organisation or person entitled to receive notice shall not invalidate the proceedings of the meeting.

8.7 The business to be conducted at the Annual General meeting shall be:

- (a) to receive the Annual Report of the Board, Statement of Financial Position and Statement of Financial Performance for the previous financial year.
- (b) to elect a President for the ensuing year.
- (c) to elect a Board of Control.
- (d) to elect an Auditor.
- (e) to consider and vote on any notices of motion
- (f) to transact any general business
- (g) to set the affiliation fees for affiliated clubs for the forthcoming season.

8.8 SPECIAL GENERAL MEETING

- (a) A Special General Meeting of Mid Canterbury Cricket shall be called by the Executive Director on written direction by the board or the receipt by the Executive Director of a written requisition by not less than five members setting forth the purpose of such meeting.
- (b) The executive Director shall give written notice of all business proposed to be laid before any Special General Meeting to all members and non-voting delegates at least 14 days prior to the date of such meeting.

8.9 QUORUM

- (a) Three-fifths of the voting delegates shall form a quorum at any General Meeting.
- (b) If within half an hour from the time appointed for the General Meeting a quorum is not present, the meeting, if convened upon the requisition of delegates pursuant to clause 8.8 (a) shall be dissolved; in any other case it shall stand adjourned to the same day in the next week at the same time and place, or to such other day and at such other time and place as the board may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the delegates present shall be a quorum.

8.10 CHAIR

- (a) At any general meeting the Chair shall be the President of Mid Canterbury Cricket. If at any General Meeting the President is not present or able and willing to take the Chair then the Chair of the Board of Control shall do so. If the Chair of the Board of Control is not present then voting delegates may choose one of their number to chair the meeting.
- (b) Such substituted Chair shall be entitled to exercise any voting rights held under rule 8.3 and 8.7 notwithstanding his/her position as the Chair.

8.11 PROXIES

A delegate may, by letter addressed to the Executive Director, appoint any member of a member to attend and vote for him/her at any meeting. No delegate's proxy shall be entitled to more than one vote.

8.12 VOTING

The mode of voting at any General Meeting shall be on the voices provided that:-

- (a) Upon the Chair declaring the result of such voting, any delegate may demand a show of hands; or
- (b) Prior to or upon the Chair declaring the result of such voting, not less than three voting delegates, may demand that the voting on any particular matter be conducted by secret ballot. Upon such resolution being passed, members present shall appoint two scrutineers. The scrutineers shall hand each voting delegate one ballot paper and shall conduct and report the result of such ballot in writing to the Chair, who shall announce the result to the meeting. The ballot papers shall then be destroyed.

8.13 At any general meeting the Chair shall have a deliberative and, in the case of a tie, a casting vote.

8.14 The Chair's declaration of the result of any voting shall be accepted as final.

**9 THE BOARD OF CONTROL**

- 9.1 (a) The Board shall comprise seven members.
- (b) Five members shall be elected by ballot at the Annual General Meeting. If there are more than five persons nominated, election shall be by single ballot with any tie decided by the casting vote of the Chair.
- (c) One member shall be elected by the Club Committee.
- (d) One member shall be elected by the Junior Cricket Committee.
- 9.2 (a) Nominations for the Board of Control shall be called for by the Executive Director. The nominations shall be in writing and shall be in the hands of the Executive Director not less than 28 days prior to the date of the Annual General Meeting.

- (b) In the event of less than the required number of nominations being received then the vacancies shall be filled by persons appointed by the elected Board members.
- 9.3
- (a) The office of a board member shall be vacated if the member:-
    - (i) dies; or
    - (ii) resigns in writing; or
    - (iii) becomes bankrupt; or
    - (iv) becomes of unsound mind or becomes a person the subject of an order under the Protection of Personal and Property Rights Act 1988; or
    - (v) fails to attend two consecutive meetings of the Board without leave of absence.
  - (b)
    - (i) In the case of a vacancy arising on the board, the board may, at any time, appoint a person to fill such vacancy.
    - (ii) such replacement member shall hold office until the next Annual General Meeting.
- 9.4 The Chair shall be elected by the Board of Control from time to time but in any event immediately after the Annual General meeting each Year.
- 9.5 The role of the board is to ensure that cricket is managed according to the objectives of the game. The board shall have the following duties:-
- (a) To adopt and regularly review a Strategic Plan for Mid Canterbury Cricket which shall include goals and objectives for cricket and measures of short-term and long-term success. Any Strategic Plan for Mid Canterbury Cricket shall be circulated to members for comment not less than 28 days prior to the meeting of the board at which it is to be considered for adoption by the board.
  - (b) To adopt and annual plan and budget for financial performance and to monitor results against the annual plan and budget.
  - (c) To control expenditure and to raise any money necessary for the purposes of Mid Canterbury Cricket by borrowing on such security and such terms as the board shall deem expedient or by any other means as the board may determine.
  - (d) To appoint the Executive Director; to determine the duties and powers of the Executive Director; to fix his/her remuneration and enter into an employment contract with him/her.
  - (e) To ensure the following Advisory Groups are appointed by the Executive Director and to ensure that regular meetings and interchanges are held with the groups:
    - (i) Club Cricket Committee
    - (ii) Junior Cricket Committee
  - (f) To appoint, when deemed necessary, Advisory Groups; to set Terms of Reference for any such appointed Advisory Group.

- (g) To appoint and engage such professional or other advisors as the Board considers appropriate and to fix or negotiate remuneration for such advisors.
- (h) To review the board's own processes and effectiveness
- (i) To adopt clearly defined delegations of authority from the Board to the Executive Director and to confirm delegations below the Executive Director.
- (j) To ensure that Mid Canterbury Cricket has in place all the necessary internal reporting systems and controls together with the means of monitoring performance and results.
- (k) To ensure that Mid Canterbury Cricket meets its obligations to Canterbury Cricket Incorporated and to New Zealand Cricket Incorporated.
- (l) To agree on a regular basis, performance indicators and standards with management.
- (m) To ensure that communication with all members and interested parties is of the highest standard.
- (n) To determine the processes to apply in respect of the appointment of selectors, managers, coaches, captains and vice-captains of representative teams.
- (o) To make and amend from time to time the rules of any competition under the jurisdiction of Mid Canterbury Cricket and any Code of Conduct.
- (p) To consider and adjudicate on any apparent infringement of the Constitution of mid Canterbury Cricket.
- (q) Generally to carry out the aims, objects and rules of Mid Canterbury Cricket and to implement any of the powers on Mid Canterbury Cricket.

9.6 The Board shall have the power:-

- (a) To admit any body or organisation to membership and to terminate such membership in accordance with the provisions of clause 5.
- (b) To invest any of the property, assets and income of Mid Canterbury Cricket in a manner which would be appropriate for a trustee operating under New Zealand law. The board may by resolution delegate the investment and management of its investments to a fund manager.
- (c) To open and operate in the name of Mid Canterbury Cricket any current banking account or deposit or savings account with any bank.



- (d) To call Special General Meetings of Mid Canterbury Cricket in accordance with this Constitution.
  - (e) To summon witnesses to appear and give evidence at any inquiry held by the board or any person or persons appointed by it to hold any inquiry and in the event of failure or refusal to attend to impose such penalty as the board may consider fit.
  - (f) To make, amend or repeal by-laws, not inconsistent with this Constitution, for the internal management of Mid Canterbury Cricket.
  - (g) To levy members such amounts as are necessary for the administration and functioning of Mid Canterbury Cricket and the attainment of its Objects.
  - (h) To settle any question which may arise and which is not specifically provided for in this Constitution.
  - (i) To undertake and carry out any matter specifically reserved to the Board in this Constitution.
  - (j) To undertake and carry out any of the powers on Mid Canterbury Cricket set out in Clause 4 other than those reserved for mid Canterbury Cricket at general meeting.
- 9.7 The Board shall prepare an Annual Report, Statement of Financial Performance and Statement of Financial Position for Mid Canterbury Cricket.
- 9.8
- (a) The Board shall meet on a regular basis.
  - (b) Four directors present shall form a quorum at meetings of the board.
  - (c) All resolutions are to be passed by a simple majority and the Chair shall, in the case of a tie, have a casting vote.
  - (d) A resolution in writing, signed by all the members, shall be as valid and effectual as if it had been passed at a meeting of the directors duly convened and held. Any such resolution may consist of several documents in like form, whether an original or a facsimile copy, each signed by one or more board members. Such resolution shall not be deemed to be a meeting for the purposes of this clause.

## **10 CLUB COMMITTEE**

- 10.1 This committee shall consist of one member each, to be appointed by each affiliated club and the Mid Canterbury Cricket Umpires Association.
- 10.2 Each affiliated club and the Mid Canterbury Cricket Umpires Association shall each appoint its members to the Club Committee by giving written advice of such appointment to the Executive Director at least seven days prior to the date of the Annual General Meeting.

- 10.3 After the Club Committee has been appointed as in 10.2 above it shall meet prior to the Annual General Meeting to elect from amongst its members:
- (a) A Chairperson
  - (b) A member of the Club Committee who shall represent the Club Committee on the Board of Control.
- 10.4 Any member of the Club Committee may resign his office or be replaced by his/her club or association at any time by giving to the Executive Director, notice in writing of his/her intention to do so. Such officer may immediately be replaced by the club or association he/she represents providing that at the same time the Executive Director is notified in writing of such replacement.
- 10.5 Any delegate may, by giving notice in writing to the Executive Director, appoint a member of any affiliated club or association to act as his/her proxy at any meeting of the committee.
- 10.6 No delegate shall represent more than one affiliated club or association.

## **11 JUNIOR CRICKET COMMITTEE**

- 11.1 This committee shall consist of one member from each club which has teams entered in Junior grade competitions, the under 17 convener of selectors, the under 15 convener of selectors and the Primary team convener of selectors, such conveners to be appointed by the Board.
- 11.2 Each affiliated club entitled to representation on this committee shall appoint its member to the Junior Cricket Committee by giving written advice of such appointment to the Executive Director at least seven days prior to the date of the annual General Meeting.
- 11.3 After the Junior Cricket Committee has been appointed as in 11.2 above, it shall meet prior to the Annual General Meeting to elect from amongst its members:
- (a) A Chairperson
  - (b) A member of the Junior Cricket Committee who shall represent the Junior Cricket Committee on the Board of Control.
- 11.4 Any member of the Junior Cricket Committee may resign his/her office at any time by giving to the Executive Director, notice in writing of his/her intention to do so. Such officer may immediately be replaced by the club he/she represents providing that at the same time the Executive Director is notified in writing of such replacement.
- 11.5 Any delegate may, by giving notice in writing to the Executive Director, appoint a member of any affiliated club or association to act as proxy at any meeting of the committee.
- 11.6 No delegate shall represent more than one affiliated club.

## **12 JUDICIAL**

- 12.1 The Board shall appoint one Independent Commissioner, who shall preside over and pass judgement on breaches of Mid Canterbury Cricket's Code of Conduct, disputes between members and other matters requiring adjudication.
- 12.2 All findings or decisions of the Commissioner shall be given in writing to the Executive Director with 72 hours of the conclusion of the hearing.
- 12.3 There shall be no right of appeal from the findings or decision of the Commissioners other than on the grounds of breach of natural justice.

### **13 ARBITRATION**

Any dispute arising between Mid Canterbury Cricket and Member(s) shall be referred to arbitration upon notice in writing from any one party to the other. Such arbitration shall be conducted in all respects in accordance with the provisions of the Arbitration Act 1908 of New Zealand or any statutory modification or re-enactment of that Act which may for the time being be in force.

### **14 DISQUALIFICATION AND ELIGIBILITY**

- 14.1 (a) No player who has been suspended or disqualified by any member or by the Board or the Independent Commissioners shall be allowed to play in any match under jurisdiction of Mid Canterbury Cricket without the permission of the Board or until such suspension or disqualification is removed.
- (b) In addition to any other penalty provided by these rules, a member which commits a breach of this rule shall, if the board decides, be liable to forfeit all matches in which a suspended or disqualified player takes part.
- 14.2 No match shall be played in Mid Canterbury, New Zealand or overseas by any member against any association not a member of New Zealand Cricket Incorporated without the consent of the Board.
- 14.3 The Board or its nominee shall have the power to enquire into the conduct of any member or team or player of any member and shall have power to impose any penalty affecting further participation in the game of cricket (including disqualification) which the Board or its nominee may consider fit whether or not any penalty shall have previously been imposed by any other authority. Any such penalty shall, at the discretion of the Board, be enforced and carried out by all Members.

### **15 COMMON SEAL**

The Common Seal of Mid Canterbury Cricket shall be held in the custody of the Executive Director and shall be affixed only by resolution of the Board and every instrument or document to which the seal is affixed shall be signed by one director and shall be countersigned by the Executive Director or other Board Member, and details of every document shall be entered by the executive Director in a register.

### **16 FINANCIAL YEAR**

The financial year of Mid Canterbury Cricket shall end on 31 July in each year.

**17 LIQUIDATION**

Mid Canterbury Cricket shall not be liquidated except upon a motion passed by two-thirds majority of those present and validly voting in person, or by proxy, at a General Meeting called for that purpose in the manner provided in this Constitution and confirmed in the same manner at a subsequent General Meeting called for that purpose and held not earlier than 30 days after the passing of the first resolution. Upon a dissolution, any surplus funds available after the payment of liabilities of Mid Canterbury Cricket shall be distributed to such organisation(s) as the delegates may resolve at the General Meeting having the same or similar objects as Mid Canterbury Cricket.

**18 ALTERATION OF RULES**

18.1 No alteration shall be made to this Constitution except by resolution of a two-thirds majority at an Annual General Meeting or at a Special General Meeting called for the purpose.

18.2 Anything not provided for in this Constitution shall be decided by Mid Canterbury Cricket or its Board.