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Ferny Districts Cricket Club Inc

Constitution July 2003



RULES OF THE FERNY DISTRICTS CRICKET CLUB INC

NAME

- 1) The name of the incorporated association shall be the Ferny Districts Cricket Club Incorporated (in these rules called "the FDCC")

COLOURS AND EMBLEM

- 2) The colours of the FDCC shall be as determined from time to time by the Management Committee
- 3) The insignia on caps worn by teams representing the FDCC shall be as decided upon from time to time by the Management Committee.

OBJECTS

- 4) The objects of the FDCC shall be:
 - (a) To promote participation in the game of cricket by young people in a spirit of good sportsmanship and fair play.
 - (b) To arrange, control, manage or facilitate cricket matches at a junior level
 - (c) To create and support opportunities for young people who are members of the FDCC to participate in junior representative cricket.**
 - (d) To advance the interests of the members of the FDCC and junior cricket as a whole through association and/or affiliation with relevant bodies.
 - (e) To do all such things as are conducive or incidental to the attainment of the above mentioned objects or any of them.

POWERS

- 5) The FDCC has the powers of an individual.
- 6) The FDCC may, for example—
 - (a) enter into contracts; and
 - (b) acquire, hold, deal with and dispose of property; and



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- (c) make charges for services and facilities it supplies; and
- (d) do other things necessary or convenient to be done in carrying out its affairs.

7) The FDCC may also issue secured and unsecured notes, debentures and debenture stock for the FDCC.

CLASSES OF MEMBERS

8) The Members of the FDCC consists of the following classes of members:

- (a) Junior members (as hereinafter defined)
- (b) Ordinary members (as hereinafter defined);
- (c) Life members (as hereinafter defined);
- (d) Associate members (as hereinafter defined).

MEMBERSHIP

9)

(a) JUNIOR MEMBERS

(i) A person under the age of 18 years who is registered with the FDCC and who has fully paid annual registration fees by the commencement of the current season shall be classed as a 'junior member' of the FDCC.

(ii) A junior member shall not be entitled to vote or hold positions on the Management Committee.

(b) ORDINARY MEMBERS

A parent or guardian of a junior member as defined in 9(a)(i) is an ordinary member.

(c) LIFE MEMBERS

The Management Committee may nominate Life Members in consideration of special services rendered to the FDCC, such nominations numbering not more than two in any year to be submitted to the Annual General Meeting of the FDCC at which meeting alone Life Members shall be elected. Life Members shall be subject to these Rules



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and shall be entitled to exercise all privileges of membership including the right to vote at a General Meeting but not to vote as a Life Member if they already have a vote in any other capacity.

(d) ASSOCIATE MEMBERS

An associate member is a person who is not eligible for any other class of membership and who is appointed by the Management Committee. There shall be no more than 10 associate members at any given time.

10) The number of junior and ordinary members is unlimited.

PATRON

11) The Patron shall be appointed at the Annual General Meeting. The Patron shall have no voting rights at any meeting of the FDCC.

MEMBERSHIP FEES

12)

(a) Membership fees for junior members is the amount decided by the ordinary, life and associate members from time to time at a general meeting; and is payable when, and in the way, the management committee decides.

(b) There are no membership fees for ordinary, life or associate members.

WHEN MEMBERSHIP ENDS

13) A member may resign from the FDCC by giving a written notice of resignation to the secretary.

14) The resignation takes effect on—

(a) the day and at the time the notice is received by the secretary; or

(b) if a later day is stated in the notice—the later day.

TERMINATION FOR CAUSE

15)



The management committee may terminate a member's membership if the member—

- (a) is convicted of an indictable offence; or
- (b) does not comply with any of the provisions of these rules; or
- (c) conducts himself or herself in a way considered to be injurious or prejudicial to the character or interests of the association, including any breach of the FDCC Code of Conduct in place from time to time.

TERMINATION FOR NON-PAYMENT OF MEMBERSHIP FEES

16)

The management committee may terminate a junior or ordinary members' membership in the following circumstances:

- (a) for the junior member, if the junior member has not paid membership fees;
- (b) for an ordinary member, if the junior member of whom the ordinary member is a parent or guardian has not paid membership fees.

APPEAL AGAINST REJECTION OR TERMINATION OF MEMBERSHIP

17) Before the management committee terminates a member's membership, the committee must give the member a full and fair opportunity to show why the membership should not be terminated.

18) If, after considering all representations made by the member, the management committee decides to terminate the membership, the secretary of the committee must give the member a written notice of the decision.

19) A person whose application for membership has been rejected, or whose membership has been terminated, may give the secretary written notice of the person's intention to appeal against the decision.

20) A notice of intention to appeal must be given to the secretary within 1 month after the person receives written notice of the decision.



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- 21)** If the secretary receives a notice of intention to appeal, the secretary must, within 3 months after the day of receipt, call a general meeting to decide the appeal.
- 22)** At the meeting, the applicant must be given a full and fair opportunity to show why the application should not be rejected or the membership should not be terminated.
- 23)** Also, the management committee and the committee members who rejected the application or terminated the membership must be given an opportunity to show why the application should be rejected or the membership should be terminated.
- 24)** An appeal must be decided by a vote of the members present at the meeting.
- 25)** If a person whose application has been rejected does not appeal against the decision within 1 month after receiving written notice of the decision, or the person appeals but the appeal is unsuccessful, the secretary must, as soon as practicable, refund the application fee paid by the person.

REGISTER OF MEMBERS

- 26)** The Management Committee shall cause a Register to be kept in which shall be entered:
- a) the names of junior players (junior members), their date of birth, and their residential address for service of notices.
 - b) the names of the junior members' parent or guardian (ordinary members), and their residential addresses for service of notices.
 - c) the names and residential addresses of life members and associate members
 - d) any other particulars the management committee or the members at a general meeting decide.
- 27)** The Register shall be open for inspection at all reasonable times by any member who applies to the Secretary for such inspection.



SECRETARY

- 28)** The members of the management committee must ensure a secretary is appointed or elected for the FDCC.
- 29)** If a vacancy happens in the office of secretary, the members of the management committee must ensure a secretary is appointed or elected for the association within 1 month after the vacancy happens.
- 30)** The secretary must be an individual residing in Queensland, or in another State but not more than 65 km from the Queensland border, who is—
- (a) a member of the association FDCC elected by the FDCC as secretary; or
 - (b) any of the following persons appointed by the management committee—
 - (i) a member of the FDCC management committee;
 - (ii) a member of the FDCC;
 - (iii) another person.
- 31)** The management committee may appoint and remove the FDCC's secretary at any time.

MEMBERSHIP OF MANAGEMENT COMMITTEE

- 32)** The management committee of the association consists of a president, vice-president, treasurer, secretary and any other members the FDCC members elect or appoint at a general meeting.
- 33)** A member of the management committee, other than the secretary, must be a member of the FDCC.
- 34)** At each annual general meeting of the FDCC, the members of the management committee must retire from office, but are eligible, on nomination, for re-election.

ELECTING THE MANAGEMENT COMMITTEE

- 35)** A member of the management committee may only be elected as follows—



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- (a) any 2 members of the association may nominate another member (the "candidate") to serve as a member of the management committee;
- (b) the nomination must be—
 - (i) in writing; and
 - (ii) signed by the candidate and the members who nominated him or her; and
 - (iii) given to the secretary at least 14 days before the annual general meeting at which the election is to be held;
- (c) each member present at the annual general meeting may vote for any number of candidates not more than the number of vacancies;
- (d) if, at the start of the meeting, there are not enough candidates nominated, nominations may be taken from the floor of the meeting.

36) A list of the candidates' names in alphabetical order, with the names of the members who nominated each candidate, must be posted in a conspicuous place in the office or usual place of meeting of the FDCC for at least 7 days immediately preceding the annual general meeting.

37) If required by the management committee, balloting lists must be prepared containing the names of the candidates in alphabetical order.

RESIGNATION OR REMOVAL FROM OFFICE OF MANAGEMENT COMMITTEE MEMBER

38) A management committee member may resign from the committee by giving written notice of resignation to the secretary.

39) The resignation takes effect on—

- (a) the day and at the time the notice is received by the secretary; or
- (b) if a later day is stated in the notice—the later day.

40) A member may be removed from office at a general meeting of the FDCC if a majority of the members present at the meeting vote in favour of removing the member.

41) Before a vote of members is taken about removing the member from office, the member must be given a full and fair opportunity to show cause why he or she should not be removed from office.



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42) A member has no right of appeal against the member's removal from office under this section.

VACANCIES ON MANAGEMENT COMMITTEE

43) If a casual vacancy happens on the management committee, the continuing members of the committee may appoint another member of the FDCC to fill the vacancy until the next annual general meeting.

44) The continuing members of the management committee may act despite a casual vacancy on the management committee.

45) However, if the number of committee members is less than the number fixed under these rules as a quorum of the management committee, the continuing members may act only to—
(a) increase the number of management committee members to the number required for a quorum; or
(b) call a general meeting of the FDCC.

FUNCTIONS OF MANAGEMENT COMMITTEE

46) Subject to these rules or a resolution of the FDCC members carried at a general meeting, the management committee has—
(a) the general control and management of the administration of the affairs, property and funds of the FDCC; and
(b) authority to interpret the meaning of these rules and any matter relating to the FDCC on which the rules are silent.

47) The management committee may exercise the powers of the FDCC—
(a) to borrow, raise or secure the payment of amounts in a way the FDCC members decide; and
(b) to secure the amounts mentioned in paragraph (a) or the payment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by the FDCC in any way, including by the issue of debentures (perpetual or otherwise) charged upon the whole or part of the FDCC's property, both present and future; and
(c) to purchase, redeem or pay off any securities issued; and
(d) to borrow amounts from members and pay interest on the amounts borrowed; and
(e) to mortgage or charge the whole or part of its property; and



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- (f) to issue debentures and other securities, whether outright or as security for any debt, liability or obligation of the FDCC; and
- (g) to provide and pay off any securities issued; and
- (h) to invest in a way the members of the FDCC may from time to time decide.

48) For subsection (47)(d), the rate of interest must not be more than the current rate being charged for overdrawn accounts on money lent (regardless of the term of the loan) by—

- (a) the financial institution for the FDCC; or
- (b) if there is more than 1 financial institution for the FDCC—the financial institution nominated by the FDCC.

MEETINGS OF MANAGEMENT COMMITTEE

49) Subject to subsections (50) to (64), the management committee may meet and conduct its proceedings as it considers appropriate.

50) The management committee must meet at least once every 4 months to exercise its functions.

51) The committee must decide how a meeting is to be called.

52) Notice of a meeting is to be given in the way decided by the committee.

53) The Management Committee shall, at its first meeting, elect one of its members, to represent the FDCC as its Delegate to attend all meetings of the Brisbane North Junior Cricket Association for the ensuing period of twelve months. The name of the delegate shall be forwarded to the secretary of the latter body. Any special instructions given by the Management Committee to its delegate shall be carried out at all times by the delegate.

54) If the secretary receives a written request signed by at least 33% of the management committee members, the secretary must call a special meeting of the committee.

55) A request for a special meeting must state—
(a) why the special meeting is called; and



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(b) the business to be conducted at the meeting.

56) At a management committee meeting, more than 50% of the members elected or appointed to the committee as at the close of the last general meeting of the members form a quorum.

57) A question arising at a committee meeting is to be decided by a majority vote of committee members present at the meeting and, if the votes are equal, the question is decided in the negative.

58) A management committee member must not vote on a question about a contract or proposed contract with the association if the member has an interest in the contract or proposed contract, and if the member does vote the member's vote must not be counted.

59) The secretary must give each management committee member at least 14 days notice of a special meeting of the committee.

60) A notice of a special meeting must state—
(a) the day, time and place of the meeting; and
(b) the business to be conducted at the meeting.

61) The president or, if there is no president or if the president is not present within 10 minutes after the time fixed for a management committee meeting, the vice-president is to preside as chairperson at the meeting.

62) If the president and the vice-president are absent from a management committee meeting, the members may choose 1 of their number to preside as chairperson at the meeting.

63) If a quorum is not present within 30 minutes after the time fixed for a management committee meeting called on the request of committee members, the meeting lapses.

64) If a quorum is not present within 30 minutes after the time fixed for a management committee meeting called other than on the request of committee members, the meeting is to be adjourned to—



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- (a) the same day, time and place in the next week; or
- (b) a day, time and place decided by the committee.

65) If, at an adjourned meeting mentioned in subsection (64), a quorum is not present within 30 minutes after the time fixed for the meeting, the meeting lapses.

SUB COMMITTEES

66) The management committee may delegate the whole or part of its powers to a subcommittee consisting of the FDCC members considered appropriate by the committee.

67) A subcommittee may only exercise delegated powers in the way the management committee decides.

68) A subcommittee may elect a chairperson of its meetings.

69) If a chairperson is not elected, or if the chairperson is not present within 10 minutes after the time fixed for a meeting, the members present may choose 1 of their number to be chairperson of the meeting.

70) A subcommittee may meet and adjourn as it considers appropriate.

71) A question arising at a subcommittee meeting is to be decided by a majority vote of the members present at the meeting and, if the votes are equal, the question is decided in the negative.

RESOLUTIONS OF MANAGEMENT COMMITTEE WITHOUT MEETING

72) A written resolution signed by each member of the management committee for the time being entitled to receive notice of a committee meeting is as valid and effectual as if it had been passed at a committee meeting that was properly called and held.



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73) A resolution mentioned in subsection (72) may consist of several documents in like form, each signed by 1 or more members of the committee.

ANNUAL GENERAL MEETINGS

74) An annual general meeting must be held—

- (a) at least once each year; and
- (b) within 6 months after the end of the FDCC's previous financial year.

NOTICE OF GENERAL MEETING

75) The secretary may call a general meeting of the FDCC.

76) The secretary must give at least 14 days notice of the meeting to each FDCC ordinary, life and associate member.

77) The management committee may decide the way in which the notice must be given.

78) However, notice of the following meetings must be given in writing—

- (a) a meeting called to hear and decide the appeal of a member against the rejection or termination of the member's membership by the management committee;
- (b) a meeting called to hear and decide a proposed special resolution of the FDCC.

79) A notice of a general meeting must state the business to be conducted at the meeting.

BUSINESS TO BE CONDUCTED AT ANNUAL GENERAL MEETING

80) The following business must be conducted at each annual general meeting—

- (a) receiving the statement of income and expenditure, assets, liabilities and mortgages, charges and securities affecting the property of the FDCC for the last financial year;



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- (b) receiving the auditor's report on the financial affairs of the FDCC for the last financial year;
- (c) presenting the audited statement to the meeting for adoption;
- (d) electing members of the management committee;
- (e) appointing an auditor.
- (f) election of Life Member(s) (if any)
- (g) transact such other business as may be properly brought before the meeting.
- (h) determination of annual Registration Fees.

SPECIAL GENERAL MEETINGS

- 81)** The secretary may only call a special general meeting by giving each member notice of the meeting within 14 days after—
- (a) being directed to call the meeting by the management committee; or
 - (b) being given a written request signed by—
 - (i) at least 33% of the members of the association presently on the management committee; or
 - (ii) at least the number of ordinary members of the FDCC equal to double the number of members of the FDCC presently on the management committee plus 1; or
 - (c) being given a written notice of an intention to appeal against the decision of the management committee—
 - (i) to reject an application for membership; or
 - (ii) to terminate a person's membership.

- 82)** A request mentioned in subsection (1)(b) must state—
- (a) why the special general meeting is being called; and
 - (b) the business to be conducted at the meeting.

QUORUM FOR, AND ADJOURNMENT OF, GENERAL MEETING

83) Subject to subsection (87), at a general meeting the number of members equal to double the number of members of the FDCC presently on the management committee plus 1 form a quorum.

84) No business may be conducted at a general meeting unless a quorum of members is present when the meeting proceeds to business.



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85) If a quorum is not present within 30 minutes after the time fixed for a general meeting called on the request of members of the management committee or the FDCC, the meeting lapses.

86) If a quorum is not present within 30 minutes after the time fixed for a general meeting called other than on the request of members of the management committee or the FDCC, the meeting is to be adjourned

to—

(a) the same day, time and place in the next week; or

(b) a day, time and place decided by the management committee.

87) If, at an adjourned meeting, a quorum under subsection (83) is not present within 30 minutes after the time fixed for the meeting, the members present form a quorum.

88) The chairperson may, with the consent of any meeting at which a quorum is present, and must if directed by the meeting, adjourn the meeting from time to time and from place to place.

89) If a meeting is adjourned under subsection (88), only the business left unfinished at the meeting from which the adjournment took place may be conducted at the adjourned meeting.

90) The secretary is not required to give the members notice of an adjournment or of the business to be conducted at an adjourned meeting unless a meeting is adjourned for at least 30 days.

91) If a meeting is adjourned for at least 30 days, notice of the adjourned meeting must be given in the same way notice is given for an original meeting.

92) In this rule— “member” includes a person attending as a proxy or representing a corporation that is a member.



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PROCEDURE AT GENERAL MEETING

- 93)** Subject to these rules, at each general meeting—
- (a) the president or, if there is no president or if the president is not present within 15 minutes after the time fixed for the meeting or is unwilling to act, the vice-president is to preside as chairperson; and
 - (b) if the vice-president is absent or unwilling to act as chairperson, the members present must elect 1 of their number to be chairperson of the meeting; and
 - (c) the chairperson must conduct the meeting in a proper and orderly way; and
 - (d) each question, matter or resolution must be decided by a majority of votes of the members present; and
 - (e) each member present and entitled to vote is entitled to 1 vote only and, if the votes are equal, the chairperson has a casting vote as well as a primary vote; and
 - (f) a member is not entitled to vote at a general meeting if the member's annual subscription is in arrears at the date of the meeting; and
 - (g) voting may be by a show of hands or a division of members, unless at least 20% of the members present demand a secret ballot; and
 - (h) if a secret ballot is held, the chairperson must appoint 2 members to conduct the secret ballot in the way the chairperson decides; and
 - (i) the result of a secret ballot as declared by the chairperson is taken to be a resolution of the meeting at which the ballot was held; and
 - (j) a member may vote in person or by proxy or by attorney and—
 - (i) on a show of hands, each person present who is a member or a representative of a member has 1 vote; and
 - (ii) in a secret ballot, each member present in person or by proxy or by attorney or other properly authorised representative has 1 vote; and
 - (k) an instrument appointing a proxy must be in writing, and—
 - (i) if the appointor is an individual—signed by the appointor or the appointor's attorney properly authorised in writing; or
 - (ii) if the appointor is a corporation—either under seal or signed by a properly authorised officer or attorney of the corporation; and
 - (l) a proxy may be a member of the association or another person; and
 - (m) the instrument appointing a proxy is taken to confer authority to demand or join in demanding a secret ballot; and



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(n) if someone wants to give a member an opportunity to vote for or against a resolution, the instrument appointing a proxy must be in the form shown in Schedule 4 (Model Rules) of the Associations Incorporations Act 1981.

(o) each instrument appointing a proxy must be given to the secretary before the start of the meeting or adjourned meeting at which the person named in the instrument proposes to vote; and

(p) the secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each management committee meeting and general meeting are entered in a minute book; and

(q) the secretary must ensure the minute book for each general meeting is open for inspection at all reasonable times by any financial member who previously applies to the secretary for the inspection.

94) To ensure the accuracy of the minutes recorded under subsection 93) (p)—

(a) the minutes of each management committee meeting must be signed by the chairperson of the meeting, or the chairperson of the next management committee meeting, verifying their accuracy; and

(b) the minutes of each general meeting must be signed by the chairperson of the meeting, or the chairperson of the next general meeting, verifying their accuracy; and

(c) the minutes of each annual general meeting must be signed by the chairperson of the meeting, or the chairperson of the next meeting of the association that is a general meeting or annual general meeting, verifying their accuracy.

BY LAWS

95) The Management Committee may from time to time make, amend or repeal by-laws not inconsistent with these Rules, for the internal management of the FDCC and any by-law may be set aside by a general meeting of members.

ALTERATION OF RULES

96) Subject to the provisions of the Associations Incorporation Act 1981, these Rules may be amended, rescinded or added to from time



to time by a special resolution carried at a general meeting. However an amendment, repeal or addition is valid only if it is registered by the Chief Executive.

COMMON SEAL

97) The Management Committee shall provide for a Common Seal and for its safe custody. The common seal shall be used only by the authority of the Management Committee and every instrument to which the seal is affixed shall be signed by a member of the Management Committee and shall be countersigned by the Secretary or by a second member of the Management Committee or by some person appointed by the Management Committee for the purpose.

FUNDS AND ACCOUNTS

98) The funds of the FDCC shall be banked in the name of the Ferny Districts Cricket Club Inc. in such financial institution as the Management Committee may from time to time direct.

99) Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of the FDCC.

100) All amounts must be deposited in the financial institution account as soon as practicable after receipt.

101) If any amount is paid by cheque, the cheque must be signed by any 2 of the following—
(a) the president;
(b) the secretary;
(c) the treasurer;
(d) another member authorised by the management committee for the purpose.

102) Cheques, other than cheques for wages, allowances or petty cash recoupment, must be crossed 'not negotiable'.

103) The Management Committee shall determine the amount of petty cash which may be kept on an imprest system.



104) All expenditure must be approved or ratified at a management committee meeting.

105) The treasurer must, as soon as practicable after the end of each financial year, ensure a statement containing the following particulars is prepared—

- (a) the income and expenditure for the financial year just ended;
- (b) the FDCC's assets and liabilities at the close of the year;
- (c) the mortgages, charges and securities affecting the property of the FDCC at the close of the year.

106) The auditor must examine the statement prepared under subsection (105) and present a report about it to the secretary before the next annual general meeting following the financial year for which the audit was made.

107) The income and property of the FDCC must be used solely in promoting the FDCC's objects and exercising the FDCC's powers.

DOCUMENTS

108) The Management Committee shall provide for the safe custody of the books, documents, instruments of title and securities of the FDCC.

FINANCIAL YEAR

109) The financial year of the FDCC shall close on the 30th Day of June in each year.

DISSOLUTION

110) This section applies if the FDCC —
(a) is wound-up under part 10₁₂ of the Act; and
(b) it has surplus assets.

111) The surplus assets must not be distributed among the FDCC members.



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112) The surplus assets must be given to another entity—
(a) having objects similar to the FDCC's objects; and
(b) the rules of which prohibit the distribution of the entity's income and assets to its members.

113) In this section—
"surplus assets" has the meaning given by section 92(3)¹³ of the Act.



FERNY DISTRICTS CRICKET CLUB (FDCC)

PROXY FORM

I,(name) of
.....(address),

being a member of the FDCC, appoint
(name)

of(address) as my proxy to vote
for me

on my behalf at the (annual) general meeting of the FDCC, to be held
on the

29th of July, 2003, and at any adjournment of the meeting.

Signed thisday July 2003 .

Signature.

This form is to be used for the proposed special resolution
"constitution".

*in favour of special resolution on Constitution

*against special resolution on Constitution

* **Strike out whichever is not wanted.**