

EAST BALLARAT CRICKET CLUB INC RULES

ABN 22 030 538 586

Incorporated under the *Associations Incorporation Reform Act 2012* (Vic) (**the Act**)

Name and Purposes

1. The name of the club is the East Ballarat Cricket Club Inc (**the Club**).
2. The purposes of the Club are specified in the Club's Mission Statement (**the Purposes**), which may be revised by the Committee from time to time.
3. The Club has power to do all things that help it to achieve these Purposes, subject to the rules and regulations of the Ballarat Cricket Association.
4. The Club and its Committee may only exercise their powers and use the income and assets of the Club for the Purposes of the Club.

Financial year

5. The financial year of the Club starts on 1 July of each year.

Members and Life Members

6. Anyone who supports the Purposes of the Club can apply to join the Club as a member, subject to compliance with the Club's Code of Conduct and the rules and regulations of the Ballarat Cricket Association.
7. The Committee can set or change annual subscription fees for members. Changes to the amounts must be approved by members at a general meeting.
8. A person can apply to join the Club by submitting an application to the Secretary.
9. The Committee can approve or reject an application to join the Club. If the Committee rejects an application, it is not required to give reasons for that decision, but it must notify the person that their application has been rejected.
10. A person becomes a member when:
 - a. the Committee has approved their application to join the Club; and
 - b. the Secretary has entered the person's name, address (postal and/or email) and date they became a member on the members register.

The Club must inform the person when their membership has started and if they have to pay any annual subscription fee.

11. Members can choose to stop being a member of the Club at any time by writing to the Secretary. The Club will not refund any subscription fees already paid.
12. Members must pay the annual subscription or have commenced part payments by Melbourne Cup Day of each year. If a member does not pay in time, his or her membership may be suspended (when membership is suspended, a member cannot exercise their members' rights such as voting at a general meeting and may be deemed ineligible by the Committee for player selection).
13. Members have rights and obligations as set out in the Act and in these Rules and each member's liability is limited to the annual subscription fees (if any).
14. The Committee can appoint a person who has rendered outstanding services as a life member of the Club. Life members shall have the same voting rights as other members.

Members' access to documents

15. A member may, subject to rules 17 to 19, inspect the rules of the Club, general meeting minutes, relevant documents (as defined in the Act) and the members register at a reasonable time.

Note: "relevant documents" includes documents such as financial records, contracts and asset records of the Club.

16. A member can write to the Secretary asking for copies of these documents (with the exception of the members register). The Secretary can charge a reasonable fee for providing copies.
17. The Secretary can refuse a request to inspect or get copies of relevant documents, or provide only limited access, if the documents contain confidential, personal, employment, commercial or legal matters, or if granting the request would breach a law or may cause damage or harm to the Club.
18. Members cannot inspect or get copies of Committee meeting minutes or parts of the minutes, unless the Committee specifically allows it.
19. Members can write to the Secretary to ask that the Secretary restrict access to their details on the members register if they have special circumstances. The Secretary will decide if there are special circumstances, and will write to the member outlining their decision.

Note: if a member disagrees with the Secretary's decision about special circumstances, they can apply to VCAT for a review of the decision. 'Special circumstances' are not defined in the Act, but could include, for example, where a member has had threats made against them by another member or where some other harm or danger is linked to a member's details being available on the register.

The Committee

20. The Club is governed by a management committee (the **Committee**) that is made up of committee members (**Committee Members**).
21. The Committee can exercise all powers and functions of the Club (consistently with these Rules and the Act), except for powers and functions that the members are required to exercise at a general meeting (under these Rules or the Act).
22. The Committee can delegate any of its powers and functions to a committee member, a sub-committee, a staff member or a member other than the power of delegation or a duty imposed by the Act. The delegation must be in writing and can be revoked by the committee in writing.
23. The Committee is made up of the following roles:
 - a. The President
 - b. The Vice President
 - c. The Treasurer
 - d. The Secretary
 - e. At least four Ordinary Committee Members.
24. A returning officer shall be appointed at the Annual General Meeting (**AGM**) and Committee Members are elected to the respective roles by members of the Club at the AGM.

25. In the event of unopposed nominations for the roles of President, Vice President, Treasurer and Secretary, the returning officer may declare the respective role/s filled without holding an election.
26. In the event that nominees receive equal votes for a particular Committee role, the returning officer shall place the name of those nominees in a hat and the first name drawn shall be elected to that role.
27. The Secretary must be over 18 years of age, and live in Australia.
Note: this is a requirement of the Act
28. If the Secretary stops living in Australia, they cannot remain the Secretary.
Note: to reside in Australia does not mean the Secretary must always be in Australia, but they must mainly live in Australia.
29. If the Secretary stops being the Secretary, the Committee must appoint a new Secretary within 14 days and inform Consumer Affairs Victoria of the change within 14 days.
30. Each Committee Member finishes their time on the Committee (term) at the next AGM after they were appointed, but they can be elected again.
31. A member can nominate to be on the Committee by writing to the Secretary, and another member must support their nomination in writing. The supported nomination must be received before the AGM.
32. If the number of applicants for the Committee is less than the number of positions, other members of the Club can nominate themselves at the AGM.
33. A Committee Member stops being on the Committee if they:
 - a. resign, by writing to the Committee or the Secretary;
 - b. are removed by a special resolution of members of the Club;
 - c. become insolvent (as the term is used in the *Corporations Act 2001*);
 - d. become a represented person (under the *Guardianship and Administration Act 1986*); or
 - e. die.
34. A Committee Member who is absent from three consecutive Committee meetings without apology may forfeit his or her position on the Committee.
35. If a Committee Member stops being on the Committee before the end of their term in accordance with Rule 33 or 34, the Committee can temporarily appoint a member of the Club to fill the vacancy on the Committee until the next AGM.
36. Among its other responsibilities, the Committee is responsible for making sure that:
 - a. accurate minutes of general meetings and Committee meetings of the Club are made and kept; and
 - b. all records, securities and relevant documents of the Club are kept properly.

Committee Meetings

37. The Secretary must give 7 days' notice of a Committee meeting to Committee Members unless the meeting is an urgent meeting.
Note: at an urgent meeting, only the issues for which the meeting was called can be considered.
38. The Committee shall meet at least on a monthly basis, unless otherwise determined by the Committee.

39. Committee Members may attend meetings through technology (such as phone or video conferencing) so long as everyone can hear and be heard at the same time.
40. The Chair of Committee Meetings is the President, or if the President cannot attend, the Vice President, and if the President and Vice President cannot attend, the Committee Members can choose who will be Chair for that meeting.
41. If a vote of the Committee is tied, the Chair of the meeting has the deciding vote.
42. A quorum of at least five Committee Members must be present at a Committee meeting (either in person or through the use of technology) for the Committee meeting to be held.

General Meetings

43. The Club must hold an AGM within five months of the end of the Club's financial year.
44. The ordinary business of the AGM is to confirm the minutes of the previous AGM, receive reports and statements on the previous financial year, and elect Committee Members. The notice of AGM must include any special business or motions to be considered.
45. The Committee or a group of at least 10% of all members may call a Special General Meeting.
46. A quorum of at least ten members must be present at a general meeting (either in person or through the use of technology) for the general meeting to be held.
47. Members may not vote by proxy at general meetings.
48. Notice of general meetings must be provided to members at least 21 days before the meeting in writing to each member's postal or email address listed on the members register (in the case of email addresses, so long as the email address was provided for receiving notices).
49. Notices of general meetings must include proposed matters to be dealt with at that meeting.
50. The Chair of a general meeting will be the President, or if the President is not in attendance, the Vice President, or if the President and Vice President are not in attendance, the members at the meeting can choose another Committee Member to be Chair.
51. Votes may be held by a show of hands or written ballot, or another method determined by the Chair that is fair and reasonable in the circumstances. If a vote is held initially by show of hands, any member may request a vote be held again by written ballot.
52. If a vote of the members is tied, the Chair of the meeting has the deciding vote.
53. The Chair may adjourn the meeting if there are not enough members at the meeting (see Rule 46) within 30 minutes of the meeting time, or if there is not enough time at a meeting to address all business. A new notice must be sent to members before the adjourned meeting (but does not have to comply with time for notice requirements, unless the adjourned meeting is more than 21 days after the original meeting date).

Grievance disputes

54. If there is a dispute between a member and another member, a member and the Club, or a member and the Committee, the parties involved must first attempt to resolve the dispute between themselves for at least 14 days from the date the dispute is known to all parties involved.
55. If the dispute cannot be resolved between the people involved, the following grievance procedure must be followed:

- a. the party with a grievance must write to the Club and any other people affected, and explain what they are unhappy about;
- b. the Committee must appoint an unbiased mediator to hear from all the parties involved and try to find a solution and give the people involved reasonable notice of the time and place of the mediation;
- c. at the mediation, each party must have an opportunity to be heard and agrees to do their best to resolve the dispute; and
- d. if the parties cannot resolve the dispute with the assistance of the mediator, then an unbiased decision-maker must determine the outcome of the dispute.

Note: the mediator does not have to be a professional mediator, but it can be a good idea to use a professional mediator from the Dispute Settlement Centre of Victoria. The mediator and unbiased decision-maker can be the same person but does not have to be. The unbiased decision-maker must also hear from all the parties. The parties to a grievance procedure may still be able to go to Court.

Disciplining members

56. The Committee can discipline a member of the Club if it considers the member has breached these Rules or the Club's Code of Conduct or if the member's behaviour is causing (or has caused) damage or harm to the Club.
57. The Committee must write to the member to tell them why disciplinary action is proposed to be taken.
58. The Committee must arrange a disciplinary procedure that meets these requirements:
 - a. the outcome must be determined by a unbiased decision-maker;
 - b. the member must have opportunity to be heard; and
 - c. the disciplinary procedure must be completed as soon as reasonably practicable.
59. The outcome of a disciplinary procedure can be that the member must leave the Club, for a period of time or indefinitely. The Club cannot fine a member.

Note: parties to a disciplinary procedure may still be able to go to Court.

Funds and Assets

60. The Club must not distribute funds, income or assets to members except as reasonable compensation for services provided or expenses incurred on behalf of the organisation.
61. The Club may derive or generate funds from annual subscription fees, donations, sponsorship, grants, fundraising, interest, investments and any other sources approved by the Committee that are consistent with furthering the Club's Purposes.
62. The Treasurer shall receive all monies and issue receipts for same and shall submit a written financial statement at each Committee meeting.
63. Cheques, EFT transfers or cash payments made from the Club's funds must be authorised by two members of the Committee.
64. Proper financial records must be kept and stored for 7 years, and in accordance with any other applicable laws.
65. The Club's accounts shall be audited by an independent auditor each year.

Alteration of Rules

66. These Rules may be changed, added to, or replaced by special resolution of the Club's members at a general meeting.

Note: to pass a special resolution, 75% of votes cast by members present at a meeting and eligible to vote must be in favour of the resolution. There are extra notice requirements when a special resolution is proposed.

Winding Up

67. The members may vote by special resolution at a general meeting to wind up the Club.

68. If the Club is wound up, any surplus assets must not be distributed to the members or former members of the Club, and (subject to the Act and any Court order) must be distributed to another organisation or organisations, so long as that other organisation or organisations are not carried on for the profit or gain of its members.