



# **NEWCASTLE DISTRICT CRICKET UMPIRES ASSOCIATION Inc**

## ***Association Constitution***

***Associations Incorporation Act 2009 (NSW) (Act).***

**16<sup>th</sup> March 2022**

# **NEWCASTLE DISTRICT CRICKET UMPIRES' ASSOCIATION Inc.**

## **Association Constitution**

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## 1. NAME OF ASSOCIATION

The name of the Association is NEWCASTLE DISTRICT CRICKET UMPIRES ASSOCIATION Inc. (the Association)

## 2. DEFINITIONS AND INTERPRETATION

### 2.1 Definitions

In this Constitution unless the contrary intention appears:

**“Act”** means the *Associations Incorporation Act 2009 (NSW)*.

**“Annual General Meeting”** means the Annual General meeting of the Association

**“Assistant Secretary”** means elected Director of the Board appointed under clause 20

**“Associate Member”** means a member of the Association under clause 6.1

**“The Association”** means the Association formed on the 13th October 1920 and functioning as the Newcastle District Cricket Umpires' Association, to be incorporated under the name - Newcastle District Cricket Umpires' Association Inc.

**“Association Rules”** means Rules of the Association

**“Association Web-master”** means member appointed under clause 45

**“Board”** means the body managing the Association and consisting of the Directors.

**“Board General Meeting”** means meeting of the elected Directors

**“Chairperson”** means the Chairperson of the Board

**“Constitution”** means this Constitution of the Association.

**“Cricket Umpires”** means all levels of Cricket Administration nationally

**“Director”** means a Member of the Board and includes any person acting in that capacity from time to time appointed in accordance with this Constitution.

**“Fixtures Appointment Committee”** means members elected under clause 24



**“Full Member”** means a registered, financial Member of the Association who is at least 18 years of age.

**“General Meeting”** means an Ordinary General Meeting of the Association.

**“Intellectual Property”** means all rights subsisting in copyright, business names, names, trademarks (or signs), logos, designs, equipment including computer software, images (including photographs, videos, or films) or service marks relating to the Association or any activity of or conducted, promoted, or administered by the Association in New South Wales.

**“Junior Member”** means a registered Member of the Association who is younger than 18 years of age.

**“Judiciary Committee”** means Board appointed members under clause 14

**“Life Member”** means an Individual appointed as a Life Member of the Association under **clause 6.2.**

**“Local area”** means the geographical area for which the Association is responsible as recognised by the regional organisations for Cricket Umpires.

**“Member”** means a Member of the Association for the time being under **clause 6.**

**“Merchandise Officer”** means member appointed under clause 45

**“Newcastle Cricket Zone”** means Newcastle Cricket Zone which is determined by the New South Wales Cricket Board from time to time in accordance with the Constitution and By-Laws of the New South Wales Cricket Association. NDCUA is affiliated with the Newcastle Cricket Zone.

**“NDCA”** means Newcastle District Cricket Association Inc.

**“Newsletter Editor”** means member appointed under clause 45

**“NSWCU&SA”** means NSW Cricket Umpires & Scorers Association

**“NSO”** means the National Sporting Organisation being Cricket Australia

**“Objects”** means the Objects of the Association in clause 3.

**“Patron”** means the Patron of the Association.”

**“President”** means President / Chairperson of the Board

**“Privacy Laws”** means the Privacy Laws and requirements adhered to by the Association

**“Public Officer”** means the person appointed to be the public officer of the Association in accordance with the Act.

**“Register”** means a register of Members kept and maintained in accordance with clause 8.

**“Regulations”** means the regulations made in accordance with the provisions of the act. Refer to clause 40.

**“RSO”** means the Regional Sporting Organisation being Newcastle District Cricket Association Inc. (NDCA).

**“Secretary”** means elected member of the Board appointed under clause 20

**“Social Activities Officer”** means member appointed under clause 45

**“Special General Meeting”** means a Special General Meeting of the Association. Refer to clause 25.

**“SSO”** means State Sporting Organisation being NSWCU&SA

**“Special Resolution”** means a Special Resolution defined in the Act.

**“Training Committee”** means members elected under clause 24

**“Treasurer”** means elected member of the Board appointed under clause 20

**“Vice President”** means elected member of the Board appointed under clause 20

## **2.2 Interpretation**

In this Constitution:

- (a) a reference to a function includes a reference to a power, authority, and duty;
- (b) a reference to the exercise of a function includes, where the function is a power, authority or duty, a reference to the exercise of the power or authority of the performance of the duty;
- (c) words importing the singular include the plural and vice versa;
- (d) words importing any gender include the other genders;
- (e) references to persons include corporations and bodies politic;
- (f) references to a person include the legal personal representatives, successors, and permitted assigns of that person;

- (g) a reference to a statute, ordinance, code, or other law includes Regulations and other statutory instruments under it and consolidations, amendments, re-enactments, or replacements of any of them (whether of the same or any legislative authority having jurisdiction); and
- (h) a reference to "writing" shall unless the contrary intention appears, be construed as including references to printing, lithography, photography, and other modes of representing or reproducing words in a visible form, including messages sent by electronic mail.

### **2.3 Severance**

If any provision of this Constitution or any phrase contained in it is invalid or unenforceable, the phrase or provision is to be read down if possible, so as to be valid and enforceable, and otherwise shall be severed to the extent of the invalidity or unenforceability, without affecting the remaining provisions of this Constitution.

### **2.4 The Act**

Except where the contrary intention appears, in this Constitution, an expression that deals with a matter under the Act has the same meaning as that provision of the Act. Model rules under the Act are expressly displaced by this Constitution.

## **3. OBJECTS OF THE ASSOCIATION**

The Association is established solely for the Objects. The Objects of the Association are established to:

- (a) conduct, encourage, promote, advance, and administer Cricket Umpires throughout the NDCA Local Area through education, examination and all other available means;
- (b) act, at all times, on behalf of and in the interest of the Members and Cricket Umpires in the Local Area
- (c) liaise with the RSO, SSO and/or NSO and adopt their rule and policy frameworks to further these Objects
- (d) abide by, promulgate, enforce and secure uniformity in the application of the rules of Cricket Umpires as may be determined from time to time by NSO and as may be necessary for the management and control of Cricket Umpires and related activities in New South Wales;
- (e) advance the operations and activities of the Association throughout the Local Area;
- (f) pursue through itself or other such entity commercial arrangements, including sponsorship and marketing opportunities as are appropriate to further the objectives of the Association;

- (g) have regard to the public interest in its operations; and
- (h) undertake and or do all such things or activities which are necessary, incidental, or conducive to the advancement of these Objects.

#### **4. MISSION STATEMENT**

“The Association is established to further the growth and development of Cricket Umpiring and to improve the standard and status of its umpire members officiating at all levels in Newcastle District Cricket.”

#### **5. POWERS OF THE ASSOCIATION**

Solely for furthering the Objects, the Association is afforded all powers and privileges under the Act to the fullest extent of the law.

#### **6. MEMBERS**

##### **6.1 Members**

**The Members of the Association are Members who have been accepted as Members under one or more of the following categories of membership:**

The Members of the Association shall consist of:

- (a) Life Members, who subject to this Constitution, shall have the right to receive notice of Annual General Meetings, Special General Meetings and General Meetings and to be present, to debate and to vote at Annual General Meetings, Special General Meetings and General Meetings.
- (b) Full Members, who subject to this Constitution shall have the right to receive notice of Annual General Meetings, Special General Meetings and General Meetings and to be present, to debate and to vote at Annual General Meetings, Special Meetings and General Meetings. Full membership is considered after the applicant has served the requisite 10 grade match qualifying period. The Board will determine the application considering the applicant's proven competence. Should the Board decide to reject the application, the applicant may reapply after a further qualifying period as set by the Board. Qualified Cricket Umpires transferring from other Associations may apply for full membership without serving the qualifying service, subject to the applicant satisfying the Board of their competence.
- (c) Associate Members who subject to this Constitution shall have the right to receive notice of Annual General Meetings, Special General Meetings and General Meetings and to be present, to debate and to vote at Annual General Meetings, Special General Meetings and General Meetings. Associate membership is considered following an appropriate period of training and instruction plus the passing of

an approved examination approved by the Board in association with the NSWCU&SA Inc. and

- (d) Junior Members, who subject to this Constitution, shall have the right to receive notice of Annual General Meetings, Special General Meetings and General Meetings and to attend. They have no right to debate or vote at Annual General Meetings, Special General Meetings and General Meetings.

## **6.2 Life Members**

- (a) The Board may at its sole discretion recommend to the Annual General Meeting that any natural person who has rendered exceptional or distinguished service to the Association of at least 10 years be appointed as a Life Member.
- (b) A resolution of the Annual General Meeting to confer life membership (subject to **clause 6.2(c)**) on the recommendation of the Board must be a Special Resolution with a 75% acceptance by those members present and entitled to vote.
- (c) A person must accept or reject the Association's resolution to confer life membership in writing. Upon written acceptance, the person's details shall be entered upon the Register, and from the time of entry on the Register the person shall be a Life Member.
- (d) The Board has the right to suspend or rescind Life Membership based on the Life Members' behaviour. If the Life member resigns from the Association, his or her Life Membership is terminated with Board Approval.

## **7. MEMBERSHIP APPLICATION**

### **7.1 Application for Membership**

An application for membership must be:

- (a) in writing on the form prescribed from time to time by the Board (if any), from the applicant or its nominated representative and lodged with the Association; and
- (b) accompanied by the appropriate fee (if any); and
- (c) supported by the Training Committee.
- (d) An application for Membership will not be accepted unless it is received within twelve (12) months from the date on which the applicant was successful in the examination
- (e) Existing current members of the NSWCU&SA Inc. are eligible to lodge an application for membership without examination. Such an application must be supported by the Training Committee.

## Qualification of Membership

1. Qualification for each category of Membership shall, subject to the following provisions be as determined by the Board from time to time.
2. No person under the age of sixteen (16) years shall be admitted as a Member although the Board in its absolute discretion may admit as a Member an applicant turning sixteen (16) years of age on or before the 31st March following the September meeting of the Association in the immediately preceding year.
3. To be eligible for admission as a Junior Member, an applicant must satisfy the Training Committee that they possess a required level of knowledge of the game and the Laws of Cricket, inclusive of any Local Playing Conditions.
4. To be eligible for admission as a member, an applicant must satisfy the Training Committee that the applicant possesses an acceptable level of knowledge of the game and the Laws of Cricket, inclusive of any Local Playing Conditions and that their general qualifications and capabilities render them fit to act as an umpire for this association.

## 7.2 Discretion to Accept or Reject Application

- (a) The Board may accept or reject an application whether the applicant has complied with the requirements in **clause 7.1** or not. The Board shall not be required or compelled to provide any reason for such acceptance or rejection.
- (b) Where the Board accepts an application, the applicant shall become a Member. Membership shall be deemed to commence upon acceptance of the application by the Board. The Register shall be amended accordingly as soon as practicable.
- (c) Where the Board rejects an application, it shall refund any fees forwarded with the application and the application shall be deemed rejected by the Association.

## 7.3 Renewal

Members (other than Life Members) must renew their membership annually in accordance with the procedures set down by the Association in Regulations from time to time.

## 7.4 Deemed Membership

- (a) All persons who are, prior to the approval of this Constitution under the Act, Members of the Association shall be deemed Members from the time of approval of this Constitution under the Act.
- (b) Any Members of the Association, prior to approval of this Constitution under the Act, who are not deemed Members under **clause 7.4 (a)** shall be entitled to carry on such functions analogous to their previous functions as are provided for under this Constitution.

## **8. REGISTER OF MEMBERS**

### **8.1 Association to Keep Register**

The Association shall keep and maintain a Register in which shall be entered (as a minimum):

- (a) the full name, address, and date of entry of each Member; and
- (b) where applicable, the date of termination of membership of any Member
- (c) details of Members other cricket umpire association memberships.
- (d) details of training levels achieved by each Member.
- (e) Details of Accreditation achieved.

Members shall provide notice of any change and required details to the Association within one month of such change.

### **8.2 Inspection of Register**

Having regard to the Act, confidentiality considerations and Privacy Laws, an extract of the Register, excluding the address or other direct contact details of any Member, shall be available for inspection (but not copying) by Members, upon reasonable request.

### **8.3 Use of Register**

Subject to the Act, confidentiality considerations and Privacy Laws, the Register may be used to further the Objects, in such manner as the Board considers appropriate.

## **9. EFFECT OF MEMBERSHIP**

Members acknowledge and agree that:

- (a) This Constitution forms a contract between each of them and the Association and that they are bound by this Constitution and the Regulations.
- (b) they shall comply with and observe this Constitution and the Regulations and any determination, resolution or policy which may be made or passed by the Board or other entity with delegated authority;
- (c) by submitting to this Constitution and Regulations they are subject to the jurisdiction of the Association, RSO, SSO and NSO.
- (d) the Constitution and Regulations are necessary and reasonable for promoting the Objects and particularly the advancement and

protection of Cricket Umpires; and

- (e) they are entitled to all benefits, advantages, privileges, and services of Association membership
- (f) any active Life Member, Full Member, Associate Member or Junior Member absenting themselves from three (3) consecutive meetings shall be invited to appear before the Board and unless a reasonable excuse can be given, such member shall be ineligible for appointment to fixtures under the control of the Association.

## **10. CROSSING JURISDICTIONS WITH OTHER CRICKET ASSOCIATION**

**10.1** A member of the Association shall be permitted to officiate in competitions under the jurisdiction of another cricket association provided that:

- (a) the member first gains verbal permission from the Board, such permission not to be unreasonably withheld. Such permission shall be sought through the Secretary of the Association; and
- (b) the member is fully conversant with, and agrees to abide by, the competition rules of the other cricket association
- (c) Board approval to officiate is not required where a member is selected to represent the Association at either NSW Country Cricket or NSWCU&SA competitions.

**10.2** A member of the Association requires the Association's prior written approval to become an NDCA Office Bearer, NDCA Club Office Bearer or NDCA Club Member.

**10.3** Members of other cricket umpiring associations shall be permitted to officiate as a guest in matches under the control of the Association provided that:

- I. they have obtained permission from their umpiring association to do so; and
- II. they have satisfied this Association of their competence to officiate; and
- III. they are fully conversant with the Associations Local Rules.

## **11. ASSOCIATION CODE OF CONDUCT**

The Code of Conduct of the Association requires Members to:-

- (a) bear a great responsibility for engendering public confidence in umpiring in cricket;
- (b) be free of obligation to any other interest other than the impartial and fair judging of cricket matches;
- (c) hold and maintain the basic tenets of officiating, which includes history, integrity, neutrality, respect, sensitivity, professionalism, discretion, and tactfulness;
- (d) master the Laws of Cricket plus local playing conditions and the techniques necessary to enforce these laws and exercise authority in an



- impartial and controlled manner;
- (e) uphold the honour and dignity of their profession in all interactions with players, coaches, administrators, their colleagues, and the general public;
  - (f) recognise that anything that may lead to conflict of interest, either real or perceived, must be avoided. Gifts, favours, special treatment, or privileges that can compromise the perceived impartiality of umpiring and scoring must be avoided;
  - (g) display and execute superior communication skills, both verbal and non-verbal;
  - (h) prepare themselves both physically and mentally; dress neatly and appropriately when travelling to and from and whilst carrying out officiating appointments and conduct themselves in a manner consistent with the high standards of the Association;
  - (i) not be party to actions designed to limit unfairly or restrain access to officiating assignments or to Association Membership. That includes selection for positions of leadership based upon economic factors, race, creed, colour, age, sex, physical handicap, or country or national origin;
  - (j) be punctual and professional in the fulfilment of all officiating appointments and obligations;
  - (k) work with each other and their governing bodies in a constructive and cooperative manner;
  - (l) resist every temptation and outside pressure to use one's position as an official to benefit oneself;
  - (m) never participate in any form of gambling on cricket matches in which they have either a direct or indirect involvement;
  - (n) not make false statements regarding their qualifications, credentials, experience, training, or competence; and accept responsibility for all actions taken.

## **12. DISCONTINUANCE OF MEMBERSHIP**

### **12.1 Notice of Resignation**

- (a) A Member who has paid all arrears of fees payable to the Association may resign or withdraw from membership of the Association by giving one month's notice in writing to the Association.
- (b) Once the Association receives a notice of resignation of membership given under **clause 12.1(a)**, it must make an entry in the Register that records the date on which the Member ceased to be a member.

### **12.2 Discontinuance for Breach**

- (a) Membership of the Association may be discontinued by the Board upon breach of any clause of this Constitution or the Regulations, including, but not limited to, the failure to pay any monies owed to the Association, failure to comply with the Regulations or any resolutions or determinations made or passed by the Board or any duly authorised committee.

- (b) Membership shall not be discontinued by the Board under **clause 12.2(a)** without the Board first giving the accused Member the opportunity to explain the breach and/or remedy the breach.
- (c) Where a Member fails in the Board's view to adequately explain the breach, that Member's membership shall be discontinued under **clause 12.2(a)** by the Association giving written notice of the discontinuance to the Member. The Register shall be amended to reflect any discontinuance of membership under **clause 6 and clause 8** as soon as practicable.

### **12.3 Member to Re-Apply**

A Member whose membership has been discontinued under **clauses 12.1 or 12.2**:

- (a) must seek renewal or re-apply for membership in accordance with this Constitution; and
- (b) may be re-admitted at the discretion of the Board after appropriate assessment of competency by the Training Committee.

### **12.4 Forfeiture of Rights**

A Member who ceases to be a Member, for whatever reason, shall forfeit all rights in and claims upon the Association and its property and shall not use any property of the Association including Intellectual Property. Any Association documents, records or other property in the possession, custody or control of that Member shall be returned to the Association immediately.

### **12.5 Membership may be Reinstated**

Membership which has been discontinued under this **clause 12** may be reinstated at the discretion of the Board after appropriate assessment of competency by the Training Committee, with such conditions as it deems appropriate.

### **12.6 Refund of Membership Fees**

Membership fees or subscriptions paid by the discontinued Member may be refunded on a pro-rata basis to the Member upon discontinuance.

## **13. SUBSCRIPTIONS AND FEES**

The annual membership subscription (if any) and any fees or other levies payable by Members to the Association and the time for and manner of payment shall be as determined by the Board.

Junior members (those under 18 years of age) are not subject to an Annual Membership subscription until they officiate in a Grade fixture within the NDCA Competition. The Annual fee shall be 50% of the annual subscription determined by the Board each season.

Each member, other than Life Members shall pay to the association an annual subscription.

Members may elect to pay in cash or by deduction from their first match payments in the year of membership. Payment is due by 31st October each year.

Non-payment of subscriptions or levies shall render a member or representative of an affiliated organisation ineligible to umpire, attend meetings or functions of the Association until amounts in arrears are paid. In extenuating circumstances, the Board may defer payment or grant exemption there from.

#### **14. DISCIPLINE**

(a) The Board may commence or cause to be commenced disciplinary proceedings against a member who has allegedly:

- (i) breached, failed, refused, or neglected to comply with a provision of this Constitution, the Regulations or any resolution or determination of the Board or any duly authorised committee
- (ii) acted in a manner unbecoming of a member, or prejudicial to the purposes and interests of the Association and/or Cricket Umpires; or
- (iii) brought the Association, any other Member or Cricket Umpires into disrepute.

That Member will be subject to and will submit unreservedly to the jurisdiction, procedures, penalties, and the appeal mechanisms of the Association set out in the Regulations.

(b) The Board may appoint a Judiciary Committee to deal with any disciplinary matter referred to it. Such a Judiciary Committee shall operate in accordance with the procedures expressed in the Regulations but is subject always to the Act.

#### **15. GRIEVANCE/APPEAL PROCEDURE**

(a) The grievance/appeal procedure set out in this rule applies to disputes under these rules between a member and:

- (i) another Member; or
- (ii) the Association.

- (b) The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within fourteen days after the dispute comes to the attention of all parties.
- (c) If the parties are unable to resolve the dispute at the meeting or if a party fails to attend that meeting, then the parties must, within ten (10) days, refer the dispute for resolution to an independent tribunal established by the SSO in accordance with the procedures determined by the SSO from time to time.
- (d) The Board may prescribe additional grievance/appeal procedures in the Regulations consistent with this clause.

## **16. EXISTING DIRECTORS**

The Members of the administrative or governing body (by whatever name called) of the Association in office immediately prior to approval of this Constitution under the Act shall continue in those positions until the next Annual General Meeting following such adoption of this Constitution. After this Annual General Meeting, the positions of Directors shall be filled, vacated, and otherwise dealt with in accordance with this Constitution.

## **17. POWERS OF THE BOARD**

Subject to the Act and this Constitution, the business of the Association shall be managed, and the powers of the Association shall be exercised by the Board. In particular, the Board shall act in accordance with the Objects and shall operate for the benefit of the Members and the community throughout the Local Area.

## **18. COMPOSITION OF THE BOARD**

### **18.1 Composition of the Board**

The Board shall comprise five (5) elected Directors who must all be Full or Life Members and who shall be elected under **clause 20**; and include:

- President
- Vice President
- Secretary
- Assistant Secretary
- Treasurer

## **18.2 Election and Appointment of Directors**

The elected Directors shall be elected under **clause 20**.

## **19. DIRECTORS PORTFOLIOS**

The Board allocation of portfolios to Directors includes:

### **19.1 President**

It is the duty of the President to:

- (a) Preside at any Annual, Special, Board and General Meetings of the Association.
- (b) Report to Association Meetings on Board matters.
- (c) Represent the Association as required, and report to Association meetings on matters arising there from.
- (d) Appoint a member of the Board to perform the duties of Secretary, or Treasurer in the event of a temporary absence of either.
- (e) Allocate to Board members, responsibility for the organization implementation and management of specific Association activities.
- (f) Be ex officio on all elected committees

### **19.2 Vice-President**

It is the duty of the Vice President to:

- (a) in the absence of the President, the Vice-President shall preside at any Annual, Special, Board and General Meetings of the Association, and shall assume associated presidential duties.
- (b) accept responsibility for the organisation, implementation and management of specific Association activities as directed by the President and/or Board
- (c) act as the delegate to both the NDCA and the Newcastle Cricket Zone to report on the Association's activities and create meaningful two-way communication.
- (d) Represent the Association as required and report to the Association meetings on matters arising from them.

### **19.3 Secretary**

It is the duty of the Secretary to:

- (a) Receive correspondence on behalf of the Association, initiate appropriate administrative action as a result thereof and maintain a correspondence file
- (b) Co-ordinate the production of an annual report of the activities of the Association.
- (c) Undertake the administrative arrangements relating to the annual election of office bearers
- (d) Call Annual, Special and General Meetings of the Association
- (e) Accept responsibility for the organisation, implementation and management of specific Association activities as directed by the President.
- (f) Maintain a Register of Members in accordance with Association Rules.
- (g) Report to Association meetings on specific areas of responsibility and on meetings attended

### **19.4 Assistant Secretary**

It is the duty of the Assistant Secretary to:

- (a) Record minutes of the proceedings of General and Board Meetings of the Association.
- (b) Record members' attendance at Association meetings
- (c) Assist with and co-ordinate the production of an annual report of the activities of the Association.
- (d) In the absence of the Secretary call Annual, Special and General Meetings of the Association
- (e) Accept responsibility for the Association, implementation and management of specific Association activities as directed by the President and Secretary
- (f) Report to Association meetings on specific areas of responsibility and on meetings attended.

### **19.5 Treasurer**

It is the duty of the Treasurer of the association to:-

- (a) ensure proper banking and recording of all moneys received for and on behalf of the Association;
- (b) process prompt payment of accounts ensuring validity of expenditure and proper authorisation;
- (c) keep a record of all financial transactions ensuring satisfactory financial controls are in place;
- (d) submit required reports of transactions and financial status to the Board for appropriate review and discussion;
- (e) submit required annual budget to the Board for appropriate review and discussion;
- (f) invest funds in risk-free arrangements to maximise interest returns;
- (g) reconcile and verify all bank accounts, investment accounts and transaction statements;
- (h) maintain an assets and depreciation register; and

- (i) develop appropriate procedures and guidelines on financial matters to ensure compliance with prudent financial management practices and government legislation
- (j) represent the Association as required and report to the Association meetings on matters arising from them.

## **20. ELECTED DIRECTORS**

### **20.1 Nomination for Board**

- (a) Nominations for elected Director and delegated function positions shall be called for twenty eight (28) days prior to the Annual General Meeting. When calling for nominations, details of the necessary qualifications and job descriptions for the positions shall also be provided where/when required. Qualifications and job descriptions shall be determined by the Board from time to time.
- (b) Nominees for elected Director positions must declare any position they hold in an NSO, SSO or RSO.

### **20.2 Form of Nomination**

Nominations must be:

- (a) in writing;
- (b) on the prescribed form (if any) provided for that purpose;
- (c) signed by two Full Members or Life Members;
- (d) certified by the nominee (who must be a member) expressing his willingness to accept the position for which he is nominated; and
- (e) delivered to the Association not less than fourteen (14) days before the date fixed for the Annual General Meeting.
- (f) all members to be advised in writing of all nominations seven (7) days prior to the Annual General Meeting;

### **20.3 Elections**

- (a) If the number of nominations received is equal to the number of vacancies to be filled or if there are insufficient nominations received to fill all vacancies on the Board, then those nominated shall be declared elected. If there are insufficient nominations received to fill all vacancies on the Board, or if a person is not approved by the majority of Members the positions will be deemed casual vacancies.
- (b) If the number of nominations exceeds the number of vacancies to be filled, voting papers shall be prepared containing the names of the candidates in alphabetical order for each vacancy on the Board.

- (c) Voting shall be conducted in such a manner and by such a method as determined by the Board from time to time.

#### **20.4 Term of Appointment for Elected Directors**

Directors elected under **clause 20** shall be elected for a term of one year. Subject to provisions in this Constitution relating to early retirement or removal of Directors, elected Directors shall remain in office from the conclusion of the Annual General Meeting at which the election occurred until the conclusion of the next Annual General Meeting.

### **21. VACANCIES ON THE BOARD**

#### **21.1 Casual Vacancies**

Any casual vacancy occurring in the position of Director may be filled by the remaining Directors from among appropriately qualified persons. Any casual vacancy may only be filled for the remainder of the Director's term under this Constitution.

The Board may at its discretion elect to fill a casual vacancy through calling for nominations from interested members. The board's decision to fill the casual vacancy for the remaining term is final.

#### **21.2 Grounds for Termination of Director**

In addition to the circumstances in which the office of a director becomes vacant by virtue of the Act, the office of a director becomes vacant if the Director:

- (a) dies
- (b) becomes bankrupt or makes any arrangement or composition with his creditors generally
- (c) becomes of unsound mind or a person whose person or estate is liable to be dealt with in anyway under the law relating to mental health
- (d) resigns his office in writing to the Association
- (e) is absent without the consent of the Board from 50% of the meetings of the Board held during a period of six months
- [f] is directly or indirectly interested in any contract or proposed contract with the Association and fails to declare the nature of that interest
- [g] in the opinion of the Board (but subject always to this Constitution):
  - (i) has acted in a manner unbecoming or prejudicial to the Objects and



interests of the Association

(ii) has brought the Association into disrepute

[h] is removed by Special Resolution

### **21.3 Board May Act**

In the event of a casual vacancy or vacancies in the office of a director or Directors, the remaining Directors may act. However, if the number of remaining Directors is not sufficient to constitute a quorum at a meeting of the Board, they may act only for the purpose of increasing the number of Directors to a number sufficient to constitute a quorum.

## **22. MEETINGS OF THE BOARD**

### **22.1 Board to Meet**

The Board shall meet at least six (6) times and/or as often as is deemed necessary in every calendar year for the dispatch of business (and shall be at least as often as is required under the Act). Subject to this Constitution, it may adjourn and otherwise regulate its meetings as it thinks fit. A Director may at any time convene a meeting of the Board within reasonable time.

### **22.2 Decisions of Board**

Subject to this Constitution, questions arising at any meeting of the Board shall be decided by a majority of votes and a determination of a majority of Directors shall for all purposes be deemed a determination of the Board. All Directors shall have one vote on any question.

Where voting is equal, the Chairperson may exercise a casting vote. If the Chairperson does not exercise a casting vote, the motion will be lost.

### **22.3 Resolutions Not in Meeting**

- (a) A resolution in writing that has been signed or assented to by email, facsimile, or other form of visible or other electronic communication by all the Directors for the time being present in Australia shall be as valid and effectual as if it had been passed at a meeting of Directors duly convened and held. Any such resolution may consist of several documents in like form each signed by one or more of the Directors.
- (b) Without limiting the power of the Board to regulate its meetings as it thinks fit, a meeting of the Board may be held where one or more of the Directors is not physically present at the meeting, provided that:
  - (i) All persons participating in the meeting are able to communicate with each other effectively, simultaneously, and instantaneously whether by means of telephone or other form of communication.
  - (ii) Notice of the meeting is given to all the Directors entitled to notice in

accordance with the usual procedures agreed upon or laid down from time to time by the Board or this Constitution. The notice will specify that Directors are not required to be present in person.

- (iii) If a failure in communications prevents **clause 22.3(b)(i)** from being satisfied by the number of Directors which constitutes a quorum, and none of such Directors are present at the place where the meeting is deemed by virtue of the further provisions of this rule to be held, then the meeting shall be suspended until **clause 22.3(b)(i)** is satisfied again. If such condition is not satisfied within fifteen minutes from the interruption, the meeting shall be deemed to have been terminated or adjourned.
- (iv) Any meeting held where one or more of the Directors is not physically present shall be deemed to be held at the place specified in the notice of the meeting, provided a Director is present. If no Director is present, the meeting shall be deemed to be held at the place where the Chairperson of the meeting is located.

#### **22.4 Quorum**

At meetings of the Board the number of Directors whose presence is required to constitute a quorum is three (3). At meetings where the Board has delegated functions, the number of elected committee members whose presence is required to constitute a quorum is two (2).

#### **22.5 Notice of Board Meetings**

Unless all Directors agree to hold a meeting at shorter notice (which agreement shall be sufficiently evidenced by their apology or presence) not less than fourteen (14) days written notice of the meeting of the Board shall be given to each Director. The agenda shall be forwarded to each Director not less than four (4) days prior to such meeting.

#### **22.6 Chairperson**

The Board shall appoint a Chairperson from among its number. The Chairperson shall be the nominal head of the Association and will act as chair of any Board Meeting at which he is present. If the Chairperson is not present or is unwilling or unable to preside at a Board meeting the remaining Directors shall appoint another Director to preside as chair for that meeting only.

## **22.7 Conflict of Interest**

A Director shall declare his interest in any contractual, selection, disciplinary, or financial matter in which a conflict of interest arises or may arise. He shall, unless otherwise determined by the Board, absent himself from discussions of such matters and shall not be entitled to vote in respect of such matters. If the Director casts a vote, the vote shall not be counted. In the event of any uncertainty as to whether it is necessary for a director to absent himself from discussions and refrain from voting, the issue should be immediately determined by vote of the Board. If this is not possible, the matter shall be adjourned or deferred.

## **22.8 Disclosure of Interests**

- (a) The nature of the interest of a director must be declared at the meeting of the Board at which the relevant matter is first taken into consideration, if the interest then exists. In any other case, the interest should be revealed to the Board at the next meeting of the Board. If a director becomes interested in a matter after it is made or entered into, the declaration of the interest must be made at the first meeting of the Board held after the Director becomes interested.
- (b) All disclosed interests must also be disclosed to each Annual General Meeting in accordance with the Act.

## **22.9 General Disclosure**

A general notice stating that a director is a member of any specified firm or company and that he is „interested“ in all transactions with that firm or company is sufficient declaration under **clause 22.8**. After the distribution of the general notice, it is not necessary for the Director to give a special notice regarding any particular transaction with that firm or company.

## **22.10 Recording Disclosures**

Any declaration made, any disclosure or any general notice given by a director in accordance with **clauses 22.8** and/or **22.9** must be recorded in the minutes of the relevant meeting.

## **22.11 Honoraria and Allowances**

An honorarium shall be paid to the Secretary and the Treasurer of the Board, and any other office bearer or appointed officer as determined by the Board. The sum shall be determined by a vote of members at the Annual General Meeting.

## **23. DELEGATIONS**

### **23.1 Board May Delegate Functions**

The Board may, by instrument in writing, create, establish, or appoint special committees, individual officers, and consultants to carry out specific duties and functions.

It will determine what powers these committees are given. In exercising its power under this clause, the Board must consider broad stakeholder involvement.

### **23.2 Delegation by Instrument**

In the establishing instrument, the Board may delegate such functions as are specified in the instrument, other than:

- (a) this power of delegation; and
- (b) a function imposed on the Board by the Act, any other law, this Constitution, or by resolution of the Association in an Annual General, Special General or General Meeting.

### **23.3 Delegated Function Exercised in Accordance with Terms**

A function, the exercise of which has been delegated under this clause, may, while the delegation remains unrevoked, be exercised from time to time in accordance with the terms of the delegation.

### **23.4 Procedure of Delegated Entity**

The procedures for any entity exercising delegated power shall, subject to this Constitution and with any necessary or incidental amendment, be the same as that applicable to meetings of the Board under **clause 22**. The entity exercising delegated powers shall make decisions in accordance with the Objects, and it shall promptly provide the Board with details of all material decisions. The entity shall also provide any other reports, minutes, and information within seven (7) days of each meeting.

### **23.5 Delegation May Be Conditional**

A delegation under this clause may be made subject to certain conditions or limitations regarding the exercise of any function. These may be specified in the delegation. The Board will appoint the Chairperson for each elected committee following the annual election process.

### **23.6 Revocation of Delegation**

At any time, the Board may, by instrument in writing, revoke wholly or in part any delegation made under this clause. It may amend or repeal any decision made by a body or person under this clause.

### **23.7 Elected Committees**

Nominations must be made in terms of **Clause 20.2**

Delegated function extends to the following elected committees:

- (a) Training Committee consisting of three (3) members of the Association
- (b) A Fixtures Appointments Committee consisting of three (3) members of the Association

Note: Members of all elected committees shall be either Full or Life Members of the Association.

The primary functions of these Elected Committees include:

### **23.8 The Training Committee**

The members of this committee shall be recognised by the Association as having exemplary on-field competence and communications skills in addition to knowledge of the Laws and Playing Regulations in order to carry out any authorised training of the Association.

Their primary duties shall be to:

- (a) Submit a proposed training program and policy to the Board for approval prior to the commencement of each season's Training and Examination program
- (b) Ensure that the Association's training policy is adhered to, particularly with regard to the standard of instruction, the interpretation of the Laws of Cricket and the administration of training courses and seminars. The Chairperson of the committee may vary the program according to the Association's needs or issues as they arise during the season.
- (c) Examine each person applying for membership or referred to the Training Committee by the Board for the purpose of ascertaining such person's knowledge of the game and of The Laws of Cricket inclusive of the NDCA local playing conditions and general qualifications and capabilities up to such standards as approved by the Board and report the results of its examination and recommendations to the Board
- (d) To prepare and deliver appropriate training lectures and or exercises at each monthly General Meeting
- (e) To receive and consider match reports on Cricket Umpires from the NDCA competition matches and make recommendations to the Board for further training where reports show an agreed acceptable standard of umpiring is not consistently achieved
- (f) Liaise with the Board to obtain maximum benefit from the assistance available from the Association and other appropriate authorities.
- (g) Keep up to date with any development or changes in instruction techniques
- (h) Ensure that any training aids are maintained, updated, kept in safe

custody, and returned to the Association upon request subject to any copy write provisions.

- (i) Provide the Board each month with a full report detailing all Training activities during the previous month and listing the program for the month ahead.

### **23.9 The Fixtures Appointment Committee**

To appoint members to all fixtures under the jurisdiction of the NDCA, mid-week, school, and social fixtures, excepting those as referred to in the Association Rules. Provide the Board each month with a report including all appointment activities during the past month plus any future appointments that have been allocated.

## **24. ANNUAL GENERAL MEETING**

The Association's Annual General Meeting shall be held in accordance with the Act and this Constitution. It should be held on a date and at a venue determined by the Board.

All General Meetings other than the Annual General Meeting and Special General Meetings shall be held in accordance with this Constitution.

In addition to any other business which may be transacted at an Annual General Meeting the business of an Annual General Meeting shall be:-

- (a) To confirm the minutes of the last preceding Annual General Meeting and of any Special General Meeting held since that meeting;
- (b) to receive from the Board reports upon the activities of the Association during the last preceding financial year;
- (c) consideration of the granting of honoraria;
- (d) appointment of an acting chairperson to conduct elections as per section 19 for all positions to be filled (Items e - h) and two scrutineers to observe and overview the voting process;
- (e) election of President, Vice-President, Secretary, Treasurer, Assistant Secretary;
- (f) election of proxy delegate to the NDCA
- (g) election of three (3) members for the Training Committee;
- (h) election of three (3) members of the Fixtures Appointment Committee.
- (i) nomination of Patron or Patrons;
- (j) election of any Life Member, nominated in accordance with Association Rules;
- (k) nomination of Honorary Auditor or Auditors
- (l) nomination of Honorary Solicitor
- (m) presentation of long service badges.
- (n) General business.

## **25. SPECIAL GENERAL MEETINGS**

### **25.1 Special General Meetings May be Held**

The Board may, whenever circumstances require, convene a Special General Meeting. When, but for this clause, more than fifteen months elapses between Annual General Meetings, the Board shall convene a Special General Meeting before the expiration of that period.

### **25.2 Requisition of Special General Meetings**

- (a) The Secretary will convene a Special General Meeting when twenty per cent of Members (no less) submit a requisition in writing.
- (b) The requisition for a Special General Meeting shall state the object(s) of the meeting, be signed by the Members making the requisition and be sent to the Association. The requisition may consist of several documents in a like form, each signed by one or more of the Members making the requisition.
- (c) If the Board does not cause a Special General Meeting to be held one month after the date in which the requisition is sent to the Association, the Members making the requisition, or any of them, may convene a Special General Meeting to be held no later than three months after that date.
- (d) A Special General Meeting convened by Members under this Constitution shall be convened in the same manner, or as close as possible, as those convened by the Board.

## **26. NOTICE OF GENERAL MEETING**

- (a) The Board following the Annual General Meeting will determine and set the meeting calendar for the current season.

Notice of every General Meeting shall be given to every Full Member, Life Member, Associate Member and Junior Member entitled to receive notice. Notices shall be sent electronically to the addresses appearing in the Association's Register. No other person shall be entitled, as of right, to receive notices of General Meetings.

- (b) A notice of a General Meeting shall specify the place, day and hour of the meeting and shall state the business to be transacted at the meeting.

## **27. BUSINESS**

- (a) The business to be transacted at the Annual General Meeting includes the consideration of accounts and the reports of the Board and Auditors, the election of Directors and Members of committees under this Constitution and the appointment of the auditors and solicitor.
- (b) All business that is transacted at a General Meeting and at an Annual General Meeting, with the exception of those matters set down in **clause 27(a)** and as described on the notice of the General Meeting, shall be special business.
- (c) No business other than that stated on the notice for an Annual General Meeting, Special General Meeting and General Meeting shall be transacted at that meeting.

## **28. NOTICES OF MOTION**

Members entitled to vote may submit notices of motion for inclusion as special business at a general meeting. All notices of motion must be submitted in writing to the Association no less than seven days (excluding receiving date and meeting date) prior to the General Meeting.

## **29. PROCEEDINGS AT GENERAL MEETINGS**

### **29.1 Quorum**

No business shall be transacted at any Annual General Meeting, Special General Meeting and General Meeting unless a quorum is present at the time when the meeting proceeds to business. A quorum for Annual, Special and General Meetings of the Association shall be ten (10) Members.

### **29.2 Chairperson to Preside**

The Chairperson of the Board shall, subject to this Constitution, preside as chair at every General Meeting except:

- (a) in relation to any election for which the Chairperson is a nominee; or
- (b) where a conflict of interest exists.

If the Chairperson is unwilling to preside, the Directors present shall appoint another Director to preside as Chairperson for that meeting only.

### **29.3 Adjournment of Meeting**

- (a) If within half an hour from the time appointed for the meeting a quorum is not present, the meeting shall be adjourned until the same day in the next week at the same time and place or to a date,



time or place determined by the Chairperson. If at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the meeting will lapse.

- (b) The Chairperson may, with the consent of any meeting at which a quorum is present, and shall, if so, directed by the meeting, adjourn the meeting from time to time and from place to place. No business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.
- (c) When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of an original meeting.
- (d) Except as provided in **clause 29.3(c)** it shall not be necessary to give any notice of an adjournment or the business to be transacted at any adjourned meeting.

#### **29.4 Voting Procedure**

At any meeting, a resolution put to the vote of the meeting shall be decided on a show of hands unless a poll is (before or on the declaration of the result of the show of hands) demanded by:

- (a) the Chairperson; or
- (b) a simple majority of the Members.

#### **29.5 Recording of Determinations**

Unless a poll is demanded under **clause 29.4**, the Chairperson's declaration shall be conclusive evidence of the result of a resolution decided by a show of hands. The declaration does not need to record the number of votes in favour of or against the resolution; the result of the resolution must be recorded in the Association's book of proceedings.

#### **29.6 Where Poll Demanded**

If a poll is duly demanded under **clause 29.4** it shall be taken in such a manner and either at once or after an interval or adjournment or otherwise as the Chairperson directs. The result of the poll shall be the resolution of the meeting.

### **30. VOTING AT GENERAL MEETINGS**

#### **30.1 Members Entitled to Vote**

Each Full Member, Life Member and Associate Member shall be entitled to one vote at General Meetings, Annual General Meetings and Special General Meetings. No other Member shall be entitled to vote but shall, subject to this Constitution, have and be entitled to exercise those rights set out in **clause 6.1**.

### **30.2 Chairperson May Exercise Casting Vote**

Where voting at General Meetings is equal, the Chairperson may exercise a casting vote. If the chairperson does not exercise a casting vote the motion will be lost.

### **30.3 Proxy Voting**

Proxy voting shall not be permitted at all Annual, General or Special Meetings.

### **30.4 Postal Voting**

No motion shall be determined by a postal ballot unless determined by the Board. If the Board so determines, the postal ballot shall be conducted under the procedures set by the Board from time to time.

## **31. RECORDS AND ACCOUNTS**

### **31.1 Records**

The Association shall establish and maintain proper records and minutes concerning all of its transactions, business, meetings, and dealings (including those of the Association and the Board). It shall produce these as appropriate at each Board or General Meeting.

### **31.2 Records Kept in Accordance with the Act**

Proper accounting and other records shall be kept in accordance with the Act. The books of account shall be kept in the care and control of the Treasurer.

### **31.3 Board to Submit Accounts**

The Board shall submit the Association's statements of account to the Members at the Annual General Meeting in accordance with this Constitution and the Act.

### **31.4 Accounts Conclusive**

The statements of account, when approved or adopted by an Annual General Meeting, shall be conclusive except when errors have been discovered within three months after such approval or adoption.

### **31.5 Accounts to be Sent to Members**

The Secretary shall cause to be sent to all persons entitled to receive notice of annual general meetings in accordance with this Constitution, a copy of the statements of account, the Board's report, the auditor's report, and every other document required under the Act (if any).

### **31.6 Negotiable Instruments**

All cheques, promissory notes, bankers, drafts, bills of exchange and other negotiable instruments, and all receipts for money paid to the Association, shall be signed, drawn, accepted, endorsed, or otherwise executed, as the case may be, by any two duly authorised Directors or in such other manner as the Board determines.

### **32. AUDITOR**

- (a) A properly qualified Auditor or Auditors shall be appointed by the Association in an Annual General Meeting or Special General Meeting. The Auditor's duties shall be regulated in accordance with the Act. The Auditor may be removed by the Association in a Special General Meeting.
- (b) The accounts of the Association shall be examined, and the correctness of the profit and loss accounts and balance sheets ascertained by an auditor or auditors at the conclusion of each financial year.

### **33. SOLICITOR**

Appointment of a suitably qualified solicitor/s to act in an honorary capacity representing the Association and its members where appropriate shall be elected at the Annual General Meeting

### **34. PATRON**

The Association shall elect a Patron or Patrons at each Annual General Meeting. The patron(s) so elected shall hold office until the end of the next Annual General Meeting.

### **35. SPONSORSHIP**

The Board will obtain majority approval from Members for commercial sponsorship arrangements including the placement of commercial logos on Association equipment, clothing, the Association web page, and any other Association collateral in return for financial or other support given by sponsors to the Association. Any agreements made in respect of same and signed by two (2) members of the Board acting as agents for the Board shall be binding on the Association. The Board has the right to reject any sponsorship deal based on a conflict of interest from other sponsors, or the sponsorship proposal made in direct conflict with the objectives of the Association

### **36. INCOME**

Income and property of the Association shall be derived from such sources as the Board determines from time to time.

The income and property of the Association shall be applied solely towards

the promotion of the Objects.

- (a) Except as prescribed in this Constitution or the Act:
  - (i) no portion of the income or property of the Association shall be paid or transferred, directly or indirectly, by way of dividend, bonus or otherwise to any Member
  - (ii) no remuneration or other benefit in money or money's worth shall be paid or given by the Association to any Member who holds any office of the Association.
- (b) Payment in good faith of or to any Member can be made for:
  - (i) any services actually rendered to the Association whether as an employee, Director or otherwise
  - (ii) goods supplied to the Association in the ordinary and usual course of operation
  - (iii) interest on money borrowed from any Member
  - (iv) rent for premises demised or let by any Member to the Association; or
  - (v) any out-of-pocket expenses incurred by a member on behalf of the Association.

Nothing in these clauses preclude such payments provided they do not exceed the amount ordinarily payable between ordinary commercial parties dealing at arm's length in a similar transaction.

### **37. WINDING UP**

- (a) Subject to this Constitution the Association may be wound up in accordance with the Act.
- (b) The liability of the Members of the Association is limited.
- (c) Every Member undertakes to contribute to the assets of the Association in the event of it being wound up while a member, or within one year after ceasing to be a member, for payment of the debts and liabilities of the Association contracted before the time at which they ceased to be a member and towards the costs, charges, and expenses of winding up the Association, such an amount not exceeding one dollar (\$1.00).

### **38. DISTRIBUTION OF PROPERTY ON WINDING UP**

If upon winding up or dissolution of the Association there remains, after satisfaction of all its debts and liabilities, any assets or property, they shall not be paid to or distributed among the Members. Instead, the assets or property shall be given or transferred to another organisation(s) that has Objects similar to those of the Association. The organisation(s) must prohibit the distribution of its income and property among its members to an extent at least as great as that imposed on the Association by this Constitution. The organisation(s) is to be determined by the Members in a General Meeting at or before the time of dissolution. If this does not occur, the decision is to be made by a judge of the Supreme Court of New South Wales or other court as may have or acquire jurisdiction in the matter.

### **39. ALTERATION OF CONSTITUTION**

This Constitution shall not be altered except by Special Resolution.

### **40. REGULATIONS**

#### **40.1 Board to Formulate Regulations**

The Board may formulate, issue, adopt, interpret, and amend Regulations for the proper advancement, management and administration of the Association, the advancement of the purposes of the Association and Cricket Umpires in the Local Area. Such Regulations must be consistent with the Constitution and any policy directives of the Board.

#### **40.2 Regulations Binding**

All Regulations are binding on the Association and all Members.

#### **40.3 Regulations Deemed Applicable**

All clauses, rules, by-laws, and Regulations of the Association in force at the date of the approval of this Constitution (as long as such clauses, rules, by-laws, and Regulations are not inconsistent with or have been replaced by, this Constitution) shall be deemed to be Regulations and shall continue to apply.

#### **40.4 Bulletins Binding on Members**

Amendments, alterations, interpretations, or other changes to Regulations shall be advised to Members by means of bulletins approved by the Board and prepared and issued by the Association. The Association shall take reasonable steps to distribute information in the bulletins to Members. The matters in the bulletins are binding on all Members.

## **41. STATUS AND COMPLIANCE OF ASSOCIATION**

### **41.1 Recognition of Association**

The Association is recognised by the NDCA as the entity responsible for the delivery of Cricket Umpires in the Local Area and is subject to compliance with this Constitution.

This Constitution will clearly reflect the Objects of the regional and State bodies for Cricket Umpires and will conform to the Constitutions of those bodies where appropriate, subject always to the Act.

### **41.2 Region and SSO**

The Association may not resign, disaffiliate, or otherwise seek to withdraw from its regional and/or state body without approval by Special Resolution.

## **42. NOTICE**

- (a) Notices may be given by the Association to any person entitled under this Constitution to receive any notice. The notice can be sent by pre-paid post or facsimile transmission or, where available, by electronic mail to the Member's registered address or facsimile number or electronic mail address. In the case of a delegate, the notice can be sent to the last recorded address, facsimile number, or electronic mail address.
- (b) Where a notice is sent by post, service of the notice shall be deemed to be effected by properly addressing, prepaying, and posting the notice. Service of the notice is deemed to have been effected three days after posting.
- (c) Where a notice is sent by facsimile transmission, service of the notice shall be deemed to be effected upon receipt of a confirmation report confirming the facsimile was sent to/or received at the facsimile number to which it was sent.
- (d) Where a notice is sent by electronic mail, service of the notice shall be deemed to be effected the next business day after it was sent.

## **43. INDEMNITY**

- (a) Every Director and employee of the Association will be indemnified out of the property and assets of the Association against any liability incurred by them in their capacity as Director or employee in defending any proceedings, civil or criminal, in which judgement is given in their favour or in which they are acquitted or connected with any application in relation to any such proceedings in which relief is granted by the court.

- (b) The Association shall indemnify its Directors and employees against all damages and losses (including legal costs) for which any such Director or employee may be or become liable to any third party in consequence of any act or omission, except wilful misconduct:
  - (i) in the case of a director, performed or made while acting on behalf of and with the authority, express or implied, of the Association; or
  - (ii) in the case of an employee, performed or made in the course of, and within the scope of, their employment by the Association.

#### **44. COMPETITION DECLARATIONS**

A Member who umpires any season in any games appointed by the Association shall first complete a Child Protection (Prohibited Employment) Act 1998 Declaration and Goods and Services Taxation Declaration and any other declaration required from time to time.

#### **45. DUTIES OF APPOINTED MEMBERS**

These appointments will be made at the first Board Meeting following the Annual General Meeting.

##### **Merchandise Officer**

The primary duties of the Merchandise Officer shall be to:

- (a) investigate and propose new items of Association merchandise for approval of the Board;
- (b) source quality supplies of merchandise at acceptable cost and supply;
- (c) sell the merchandise in keeping with the restrictions of badge/logo use and at a margin designated by the Treasurer;
- (d) be responsible for the security and control of stocks of merchandise and the re- order process;
- (e) arrange all orders through the Board; and be responsible to the honorary treasurer for the banking of sale proceeds.

##### **Social Activities Officer**

The primary duties of the Social Activities Officer shall be to:

- (a) seek every opportunity to promote the activities of the Association in a positive manner
- (b) recommend to the Board a minimum of two appropriate social functions each season
- (c) organize social functions, and fund-raising activities as approved by the Board

### **Newsletter Editor – ‘The NICK’**

The primary duties of the Newsletter Editor shall be to:

- (a) receive articles considered of interest to Members;
- (b) produce a layout of the newsletter including articles that do not jeopardise the integrity of the Association;
- (c) produce the newsletter on a regular basis at a schedule determined by the Board
- (d) keep a record of all known print media publicity relating to umpiring activities of Members.

### **Association Web-master**

The primary duties of the Web-master shall be to:

- (a) present, on a regular basis, Association news item articles for appearance on the Association web page;
- (b) liaise with the web page carriers on any upgrading or changes required;
- (c) promote the use of the web page to the Members; and
- (d) maintain a library of historical publications.

## **46. CLOTHING & APPAREL**

The official clothing & apparel of the Association shall be: -

1. **Plain white Bowler’s type hat –**
  - a) Approved Association hat band to be worn.
  - b) Approved Association cap may be worn in T20 fixtures

Note: On exceptionally windy days an Association approved cap may be worn subject to extra vigilance being observed with sunscreen protection.

2. **Approved Association Field shirt.**

Where the Association appoints an umpire an approved field shirt is to be worn relative to the fixture plus long black dress trousers (with Belt) or skirt. (track suit pants/trousers are unacceptable)

3. Predominately white boots/shoes and socks to be worn.
4. An Association approved plain sweater (long sleeved or sleeveless), a plain coat, or plain jacket may be worn in cooler conditions.
5. Where a member has not yet received a field shirt, a plain white long-sleeved business shirt is to be worn. Both cricket umpires are to wear white shirts in this case.
6. Cricket Umpires should ensure they are dressed in a similar manner, where possible.



## 47. ASSOCIATION AWARDS



### **President's Award**

The President's Award was established in season 2011/2012. The award is determined on a member's superior service and contribution to the Association during the season. The award is made at the sole discretion of the President/ Chairperson of the Board.



### **Bill Mewett Award**

The Bill Mewett Award perpetuates the memory of Bill Mewett and his outstanding contribution to the Association as Secretary from 1950 to 1973. He was made a Life Member in 1967. This award was instituted in the 1991/1992 season.

The Award is made to the Member of the Association who, in the opinion of the Board best exemplifies the spirit of that contribution by his or her efforts during the season immediately preceding the giving of the Award. Other criteria taken into consideration includes: - Availability, Attendance at meetings and training sessions, and on-field performances.

The Board has sole decision on the award recipient.



### **Alan Irons Encouragement Award**

The Alan Irons Encouragement Award was established as a permanent recognition of the work that Alan Irons had carried out for the Association. Alan Irons was a 1st Grade Umpire. and was Treasurer from 1972 to 1980, Vice-President in 1980 and President from 1981 to 1988. He was made a Life Member in 1989. He had a strong commitment to newer umpires.

The Award is made to the Member of the Association who as well as satisfying the requirements of the Association Rules is also officiating in their first three years of the NDCA Grade cricket. The Board has sole decision on the award recipient who is adjudged to have the potential to progress their umpiring and skills basis.



### ***Manning Brothers Award***

The Manning Brothers Award was established as a permanent recognition of both Lance and Cyril Manning's contributions to the NDCUA. Life Members, Lance & Cyril Manning jointly contributed more than 90 years of dedicated service to the Association.

This Award is made to the Member who has been determined by the Board as the winner using the following criteria: -

- the average of match points allocated from club captains' match reports on umpires for all games completed who have officiated in a minimum of 10 (ten) matches in the NDCA competition in the current season
- general feedback received from fellow umpires and NDCA Clubs
- The members overall flexibility and availability with appointments.
- Results of observations conducted by observers during the season.
- Attendance at monthly meetings and participation during training sessions.
- The award determination excludes Semi-Finals & Finals

The Board has sole discretion in determining this award.

### ***Determination of Award Winners***

Whilst giving due consideration to the above criteria for the selection of Award Winners, the winners of each Award will be determined at the complete and absolute discretion of the Board. Attendance of General Meetings and Training Days from records maintained by the Association will be used to determine eventual Award winners where more than one member is eligible for the same award.

The Board members will vote and decide the award recipients at the completion of the season competition round.

### ***Presentation of Awards***

The Awards will be presented to the successful Members at the Annual Dinner/Presentation, or when appropriate at the Annual General Meeting or a General Meeting.

### ***Register of Winners***

The Board will maintain a Register in which will be recorded the name of each Member to whom an Award is made.

## **48. INSURANCE**

The Association shall affect and maintain any insurance determined as necessary and required in the Associations discretion.