



Mornington Peninsula Cricket Association

Rules of the Association



Morningside Peninsula Cricket Association
Rules of the Association

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1. The name of the Incorporated Association is the **MORNINGTON PENINSULA CRICKET ASSOCIATION INCORPORATED** (hereinafter called “the Association”) and:
 - (a) its colours shall be purple and gold;
 - (b) its registered office shall be at the R.M. Hooper Oval Pavilion, Graydens Road, Tuerong, Victoria or at such other place as shall from time to time be determined by a General Meeting.

2. **INTERPRETATION**
 - (a) In these Rules, unless the contrary intention appears:
 - “**Board**” means the Board of Management of the Association as set out in Rule 18.
 - “**Financial Year**” means the year ending 30th April
 - “**General Meeting**” means a general meeting of members convened in accordance with Rule 8 and Rule 11;
 - “**Member**” means a member of the Association regardless of category of Membership;
 - “**The Act**” means the Associations Incorporation Reform Act 2012; and
 - “**The Regulations**” means regulations under the Act.

 - (b) In these Rules a reference to the Secretary of the Association is a reference:
 - (i) Where a person holds office under these Rules as Secretary of the Association - to that person; and
 - (ii) in any other case, to the General Manager, Administrative manager or public officer of the Association.

 - (c) Words or expressions, contained in these Rules shall be interpreted in accordance with the provisions of the Acts Interpretation Act 1958 and the Act as in force from time to time and words importing the masculine gender include the female gender or vice versa.

3. **MEMBERSHIP**
 - (a)
 - (i) **MEMBER CLUB**

Any group of not less than eleven natural persons which is an incorporated association under the Incorporation Associations Reform Act 2012 that is nominated and approved for membership as provided for in these Rules is eligible to be a member club (hereinafter called a “member club”) of the Association on payment of such entrance fee and annual fee as is payable under these Rules. The member club category shall be the only category of membership entitled to vote.

 - (ii) **TRANSITIONAL ARRANGEMENTS**

All member clubs of the previously unincorporated Association known as the Morningside Peninsula Cricket Association and all Life Members of that Association shall be initial Member Clubs and Life Members of the Association.

 - (b) A party who is not a member of the Association at the time of the incorporation of the Association (or who was such a member at that time but has ceased to be a member) shall not be admitted to membership :
 - (i) unless such party is nominated as provided in sub-clause (c); and
 - (ii) the admission as a member is approved in accordance with these Rules.



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- (c) (i) A nomination of the party for membership of the Association shall be made in writing and in the case of a member club shall be accompanied by sufficient evidence that adequate facilities and financial support are available to such member club.

(ii) A nomination shall be lodged with the secretary of the Association
- (d) The Board shall thereafter investigate such nomination and make such recommendations as it may choose to a General Meeting. A recommendation for admission to membership shall require the approval of not less than 60% of eligible votes to be adopted. A record shall be kept of the number of voters so voting.
- (e) Upon a nomination for membership being approved by the General Meeting the Secretary shall, with as little delay as possible, notify the nominee in writing that it is approved for membership of the association and request payment of any sum payable under these Rules of the entrance fee and the first year's annual subscription.
- (f) The Secretary shall, upon payment of the amounts referred to in sub-clause (e) enter the nominee's name in the register of members kept by him, and upon the entry being so entered the nominee becomes a member of the Association entitled to exercise the rights of membership.
- (g) In instances where two or more member clubs agree to merge -

 - (i) the Board shall investigate and interview the member clubs involved to satisfy itself that the proposed newly constituted club meets the Association's requirements in respect to facilities and finances and that the merged club satisfies the provisions of the Associations Incorporation Act;
 - (ii) the original member clubs shall forfeit their memberships of the Association on acceptance of the new club; and
 - (iii) subject to the Board's agreement, the newly constituted club shall become a member club of the Association replacing the original member clubs.
- (h) A right, privilege, or obligation of a member by reason of membership of the Association;

 - (i) is not capable of being transferred or transmitted to another person or club;
 - (ii) terminates upon the cessation on its membership whether by death or resignation or upon a member club disbanding or otherwise.
- (i) The Board may from time to time create various other categories of membership (provided that only the category of member club shall entitle the member to voting rights) and may from time to time determine the fees payable with respect to each category so created. Such category as created may also include Life Members and in the event that the Board wish to nominate a Life Member, they may do so provided as follows:
- (j) A 70% majority of the Board at a duly convened Board meeting considers that the meritorious service of the nominee warrants such recognition;
- (k) Life Membership nominations shall be limited to two in any single year;



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- (l) Life Membership nominations shall then be submitted to the next Annual General Meeting for approval and shall require a majority of 60% of eligible votes at such Annual General Meeting to be carried;
- (m) The granting of Life Membership does not allow the Life Member to vote at any General or Special meeting of the Association;
- (n) Life Members shall not be required to pay fees associated with membership.

4. ENTRANCE FEE AND ANNUAL SUBSCRIPTION

The entrance fee and annual subscriptions (and the date for payment thereof) shall be determined from time to time for each category by the Board but shall be at least each sum as is fixed as a minimum pursuant to the Liquor Control Act 1968.

5. REGISTER OF MEMBERS

The Secretary shall keep and maintain a register of members in which shall be entered the full details, address and date of entry and the name of each member and the register shall be available for inspection by members at the address of the Association.

6. RESIGNATION OF MEMBERSHIP

- (a) A member may resign by giving one month's notice in writing to the Association but such resignation shall not relieve the member from liabilities for any debts then due by the member to the Association nor any liability legally attached to the member by being a member of the Association until such time of resignation.
- (b) Upon resignation a member shall forfeit all claims to assets that may have been accumulated during the time of Membership and shall not be entitled to claim a refund of pre-paid fees, levies or charges.
- (c) The Secretary must record in the Register of Members the date on which the member club ceased to be a member.

7. FORFEITURE OF MEMBERSHIP

- (a) The Board may in its absolute discretion present to a General Meeting a Special Resolution to suspend for a period of time or terminate the membership of a Member Club;
- (b) The only grounds for such a Resolution shall be:
 - (i) Dissolving of the member club;
 - (ii) Continued failure to pay outstanding debts incurred with or duly levied by the Association:
 - (ii) Behaviour by the member or in the case of a member club, its officials or its players of a nature deemed to bring the Morningside Peninsula Cricket Association into disrepute;
 - (iii) Financial insolvency of the member club;
 - (v) Continued failure to meet playing commitments.



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- (c) Before presenting a Special Resolution to suspend or terminate the membership of a member club based on 7(b) (ii), 7(b) (iii) or 7(b) (v) the Board must have taken reasonable steps to counsel the member club and to have notified the member club in writing giving fourteen (14) days' notice of the Board's intention to move such special resolution.
- (d) Such Special Resolution shall require a voting majority of 80% of eligible votes to be carried.

7A. DISPUTES AND MEDIATION

- (1) The grievance procedure set out in this rule applies to disputes under these Rules between—
 - (a) a member and another member; or
 - (b) a member and the Association.
- (2) The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.
- (3) 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 10 days, hold a meeting in the presence of a mediator.
- (4) The mediator must be—
 - (a) a person chosen by agreement between the parties; or
 - (b) in the absence of agreement—
 - (i) in the case of a dispute between a member and another member, a person appointed by the committee of the Association; or
 - (ii) in the case of a dispute between a member and the Association, a person who is a mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice).
- (5) A member of the Association can be a mediator.
- (6) The mediator cannot be a member who is a party to the dispute.
- (7) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- (8) The mediator, in conducting the mediation, must—
 - (a) give the parties to the mediation process every opportunity to be heard; and
 - (b) allow due consideration by all parties of any written statement submitted by any party; and
 - (c) ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
- (9) The mediator must not determine the dispute.
- (10) If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

8. ANNUAL GENERAL MEETING

- (a) The Association shall in each calendar year convene an Annual General Meeting for its members;
- (b) The Annual General Meeting shall be held on such day as the Board determines but shall in each year be held no later than 31st July;
- (c) The Annual General Meeting shall be specified as such in the notice convening it;



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- (d) The ordinary business of the Annual General Business shall be:
 - (i) To confirm the minutes of the preceding Annual General Meeting and of any general meeting held since that meeting;
 - (i) To receive from the Board reports of the transactions of the Association during the last preceding financial year;
 - (ii) To elect office bearers of the Association; and
 - (iii) To receive and consider the statement submitted by the Association in accordance with Associations Incorporation Reform Act 2012.
- (e) The Annual General Meeting may transact special business of which notice is given in accordance with these Rules;
- (f) The Annual General Meeting shall be held in addition to any other General Meetings that may be held in the same year.
- (g) Umpire Remuneration: All proposals for Umpire remunerations are to be submitted to MPCA AGM and passed by member clubs.

9. NOTICE OF GENERAL MEETING

- (a) A minimum of 14 days' notice (exclusive of the day on which the notice is served but inclusive of the day for which the notice is given) specifying the place, the day and the hour of the meeting and in the case of Special General Meetings the general nature of the business to be transacted which may be in the form of a Special Resolution or ordinary Resolution shall be given in writing to all member clubs.
- (b) The accidental omission to give notice of a meeting to or the non-receipt of a Notice of Meeting by any member shall not invalidate the proceedings at any meeting.
- (c) At a Special Meeting the only business to be transacted shall be that business as is generally notified in the Notice of Meeting.

9A. POSTAL VOTE PROVISIONS

- (i) The Board may at its discretion call a meeting of the Association to be held by post ("postal meeting") provided as follows:
 - (a) The postal meeting may only be called to determine one issue or motion; and
 - (b) The Board must first notify member clubs of its intention to hold a postal meeting and not less than 75% of the member clubs shall have consented to holding the postal meeting before such postal meeting can take place.
- (ii) Where the Board wishes to hold a postal meeting member clubs shall be provided by the Board with a form of consent/rejection to the holding of a postal meeting and they shall be required within 14 days of the receipt of such form to return it to the Board indicating their acceptance or rejection of a postal meeting.



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- (iii) In the event that sufficient of the member clubs consent to the holding of a postal meeting then the motion for decision shall as soon as practicable be put to the member clubs by post who shall respond to the motion so put within 14 days of receipt of the motion indicating their acceptance or rejection of the motion so put.
- (iv) No motion shall be carried by a postal vote unless it is approved by 75% of the member clubs casting a vote.
- (v) The Board must notify member clubs of the result of the postal meeting within 14 days of the result being finalised.
- (vi) Nothing in the foregoing shall prohibit the Board from subsequently calling a Special Meeting of the Association for the purposes of considering any motion previously rejected by a postal meeting and in the event that such a Special Meeting of the Association is called, the usual rules shall apply to such meeting and voting on such a motion.
- (vii) Nothing in the foregoing shall prevent the Board from including both the notice of postal meeting and notice of the motion to be put in the one notice to the member clubs thereby requiring answers on both issues at the one time provided that no poll shall be required or taken on the motion to be put unless there are firstly sufficient consents obtained to the holding of a postal meeting.

10. SPECIAL GENERAL MEETING

All General Meetings other than the Annual General Meeting shall be called Special General Meetings.

- (a) The Board may whenever it deems fit convene a Special General Meeting of the Association.
- (b) The Board shall, on the requisition in writing of not less than 10 member clubs, convene a Special General Meeting of the Association.
- (c) The requisition for a Special General Meeting shall state the objects of the meeting and shall be signed by the member clubs making the requisition and be sent to the address of the Secretary and may consist of several documents in a like form, each signed by one or more of the member clubs making the requisition.
- (d) The Board shall within 5 working days of receipt of such requisition forward the Notices of Meeting to the members however if the Board does not cause a Special General Meeting to be held within one month after the date on which the requisition is sent to the address of the Secretary, the member clubs making the requisition, or any of them, may convene a Special General Meeting to be held not later than 3 months after that date.
- (e) A Special General Meeting convened by member clubs in pursuance of these rules shall be convened in the same manner as nearly as possible as that in which those meetings are convened by the Board and all reasonable expenses incurred in convening the meeting shall be refunded by the Association to the member clubs incurring the expenses.



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10 A. PRESIDENTS MEETING

Presidents Meetings shall held on the first Monday of September, December and March in each year.

If that day is a public holiday, such meetings shall be held on the first Monday thereafter which is not a public holiday or such other day as Directors may nominate.

11. PROCEDURE AT GENERAL MEETING

- (a) All business that is transacted at a Special General Meeting and all business that is transacted at the Annual General Meeting with the exception of that specifically referred to in these Rules as being the ordinary business of the Annual General Meeting shall be deemed to be special business.
- (b) No item of business shall be transacted at a General Meeting unless a quorum of persons entitled under these Rules to vote is present during the time when the meeting is considering that item.
- (c) One half of the eligible voters plus one (being representatives of member clubs entitled under these Rules to vote at a general meeting) constitute a quorum for the transaction of the business of a General Meeting.
- (d) If within 15 minutes of the appointed time for the commencement of a general meeting a quorum is not present, the meeting if convened upon requisition of members shall be dissolved and any Special Resolution deemed lost and in any other case shall stand adjourned to the same day in the next week at the same time and (unless another place is specified by the Chairman at the time of the adjournment or by written notice to members given before the day to which the meeting is adjourned) at the same place and if at the adjourned meeting the quorum is not present within 15 minutes after the time appointed for the commencement of the meeting, the members present shall be a quorum.
- (e) No Special Resolution or resolution of like effect lost by virtue of the lack of a quorum or by vote shall be re-introduced prior to the next Annual General Meeting.
- (f) Accurate minutes of all General Meetings must be prepared and kept.

12. RECORDS OF MEETINGS AND MEMBERS ACCESS TO RECORDS OF MEETINGS

- (a) The Board and the Secretary (General Manager) must ensure that minutes are taken and kept of each meeting and shall distribute to Members minutes of the General Meetings of the Association including accounting records and financial statements;
- (b) The Board and the Secretary shall provide Members with access to minutes and records of ordinary meetings of the Board (not deemed General Meetings) and ordinary meetings of any Subcommittee of the Board if a member upon making such a request for such documents satisfies the Board that the Member can prove the relevance of their request and the relevance of the document requested to their specific enquiry and/ or issue.



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- 13. CHAIRMAN**
- (a) The President, or in his absence the Senior Vice President, shall preside as Chairman at each general meeting of the Association.
 - (b) If the President and all Vice Presidents are absent from a General Meeting, the voters present shall elect one of their number to preside as Chairman at the meeting.
- 14. ADJOURNMENT**
- (a) The Chairman of the general meeting at which a quorum is present may with the consent of the meeting, adjourn the meeting from time to time and place to place, but no business shall be transacted at an adjournment other than the business left unfinished at the meeting at which the adjournment took place.
 - (b) Where a meeting is adjourned for 14 days or more, a like notice of the adjourned meeting shall be given as in the case of the general meeting.
 - (c) Except as provided in sub-clauses (a) and (b), it is not necessary to give notice of an adjournment or of the business to be transacted at an adjourned meeting.
- 15. VOTING**
- A question arising at a General Meeting of the Association shall be determined on a show of hands and unless before or on the declaration of the show of hands a poll is demanded, a declaration by the Chairman that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, and an entry to that effect in the Minute Book of the Association is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.
- (a) No person shall be entitled to vote at a General Meeting other than a Member Club. Upon any question at a General Meeting of the Association a member club has only one vote to be given by a delegate of such member club.
 - (b) All votes shall be given personally.
 - (c) All member clubs shall appoint one delegate for the purposes of voting at General Meetings who shall be entitled to vote on behalf of the member club. Such delegates shall be nominated in writing to the Association to reach it no later than seven days prior to the Annual General Meeting in each year. Member Clubs may also appoint up to two proxy delegates at the same time and in the same manner who can stand in the stead of their respective delegates when unavailable.
 - (d) In the case of the equality of voting on a question, the Chairman of the meeting is entitled to exercise a casting vote.
 - (e) If at a meeting a poll is demanded by not less than three voters, it shall be taken at that meeting in such manner as the Chairman may direct and the resolution of the poll shall be deemed to be a resolution of the meeting on that question.
 - (f) A poll that is demanded on the election of a Chairman or on a question of an adjournment shall be taken forthwith and a poll that is demanded on any other question shall be taken at such time before the close of the meeting that the Chairman may direct.



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(h) A Board Member shall be entitled to move or second a motion at a General Meeting but shall not be entitled to vote save as otherwise provided in the Rules.

16. GENERAL

(a) A Member Club is not entitled to vote at any general meeting unless all monies due and payable by such member club to the Association have been paid.

(b) Any Member of the Board of Directors referred to in paragraph 18 shall whilst he holds office to be entitled to be heard at a General Meeting.

17. BOARD OF DIRECTORS

(a) The affairs of the Association shall be managed by a Board of Directors (called the "Board") constituted as provided in Rule 18.

(b) The Board:

(i) shall control and manage the business and affairs of the Association;

(ii) may, subject to these Rules, the Regulations and the Act, exercise all such powers and functions as may be exercised by the Association other than those powers and functions that are required by these Rules to be exercised by general meetings of the members of the Association; and

(iii) subject to these Rules, the Regulations and the Act, has power to perform all such things as appear to the Board to be essential for the proper management of the business and affairs of the Association;

provided that the Board is not empowered to purchase assets (with the exception of stock of cricket balls) of individual project value greater than **FIVE THOUSAND DOLLARS (\$5,000)** or such other figure as may be determined from time to time by the General Meeting without prior approval by a General Meeting.

18. BOARD POSITIONS

(a) The Board of Directors of the Association shall be:

(i) President;

(ii) Senior Vice President;

(iii) Junior Vice President;

(iv) Honorary Treasurer;

(v) Six ordinary Directors;

(vi) Two ordinary members seconded from two affiliated clubs.

(b) The provisions of Rule 19 so far as they are applicable and with all necessary modifications, apply to and in relation to the election of persons to any of the offices mentioned in sub-clause (a).

(c) Each officer of the Association shall hold office until the third consecutive Annual General Meeting subsequent to his election but is eligible for re-election.

(d) An office holder may resign voluntarily within the appointed three (3) year period.



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- (e) A minimum of three (3) office bearers (being two general committee persons and one executive committee person) chosen on a rotation basis shall resign each year at the Annual General Meeting, however, the resigning office bearers are eligible for re-election
- (f) To remove one or more officer bearers, a Special General Meeting may be called by Member(s) at any time provided correct notice under the Act and rule 10 (b) of the association is given
- (i) In the event of a casual vacancy in any office referred to in sub-clause (a) the Board may appoint a substitute to the vacant office and the person so appointed may continue in office up to and including the conclusion of the Annual General Meeting next following the date of his appointment. Where appropriate, the Board may consider persons who were nominated for but unsuccessful in being elected for that position at the previous General Meeting.
- (h) The Board shall appoint a Public Officer

19. ELECTION OF THE BOARD

- (a) (i) Nominations for candidates for election as officers of the Association shall be in writing signed by two member clubs of the Association and accompanied by the written consent of the candidate.
 - (ii) delivered to the Secretary of the Association not less than 14 days before the date fixed for the holding of the Annual General Meeting.
- (b) If insufficient nominations are received to fill all vacancies on the Board, the candidates nominated shall be deemed to be elected and further nominations shall be received at the Annual General Meeting.
- (c) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
- (d) If the number of nominations exceeds the number of vacancies to be filled, a ballot shall be held.
- (e) The ballot for the election of officers shall be conducted at the Annual General Meeting in such usual and proper manner as the Chairman may direct.
- (f) The elected Board shall second two board members from two of its members affiliated clubs. The clubs shall be selected by ballot on a rotation basis. Once selected to provide a member to the Board the club shall not be elected again to provide a Board member until all other member clubs have been chosen through the ballot process. The person nominated to be a Board member by a club chosen in the ballot must be a member of the chosen club. The term of any seconded Board member under this rule shall be fixed for two years. If any Board member seconded under this rule vacates their position as provided under Rule 22 then the club for which they are a member must provide another person to be seconded to the Board as a replacement for the remaining period in the resigning seconded Board members two year fixed term.



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An initial ballot is required to be held at the first Board meeting after the association's Annual General Meeting that this rule is introduced by affiliated member clubs. Subsequent ballots are to be held biennially at the association's Annual General Meeting.

20. REMOVAL OF MEMBER

- (1)** The Association in general meeting may, by resolution, remove any member of the Board before the expiration of the member's term of office and appoint another member in his or her place to hold office until the expiration of the term of the first-mentioned member.
- (2)** A member who is the subject of a proposed resolution referred to in sub-rule (1) may make representations in writing to the Secretary or President of the Association (not exceeding a reasonable length) and may request that the representations be provided to the members of the Association.
- (3)** The Secretary or the President may give a copy of the representations to each member of the Association or, if they are not so given, the member may require that they be read out at the meeting.

21. VACANCY ON THE BOARD

For the purposes of these Rules, the office of an Officer of the Association becomes vacant if the officer:

- (a)** becomes insolvent or under administration within the meaning of the Companies (Victoria) Code; or
- (b)** resigns his office by notice in writing given to the Secretary; or
- (c)** Holds any office of profit with the Association PROVIDED THAT an honorarium or refund of expenses paid to the officer shall not disqualify him from so holding office; or
- (d)** becomes bankrupt; or
- (e)** becomes prohibited from being a Director of a Company by reason of an Order made under any provision of the Companies Act either State or Commonwealth; or
- (f)** Becomes of unsound mind; or
- (g)** Is sentenced to imprisonment by a Court; or
- (h)** If without permission of the Board absents himself for more than twenty-five percent (25%) of Board Meetings in any one year; or
- (i)** Does not advise the Board of any pecuniary interest in any contract with the Association.

22. PROCEDURE OF BOARD OF DIRECTORS

- (a)** The Board shall meet from time to time in each year at such place and such times as the Board may determine.
- (b)** Meetings of the Board may be convened by the President or by any two of the members of the Board.



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- (c) Any four members of the Board constitute a quorum for the transactions of the business of a meeting of the Board.
 - (d) No business shall be transacted unless a quorum is present and within half an hour of the time appointed for the meeting a quorum is not present the meeting shall stand adjourned to the same place at the same hour of the same day in the following week.
 - (e) At the meetings of the Board:
 - (i) the President or in his absence the Senior Vice President or in his absence the Junior Vice President shall preside; or
 - (ii) if the President and the Vice Presidents are all absent, such one of the remaining members of the Board as may be chosen by the Board members present shall preside.
 - (f) Questions arising at a meeting of the Board shall be determined on a show of hands or, if demanded by a Board member, by a poll taken in such a manner as the person presiding at the meeting may determine.
 - (g) Each Board member present at the meeting of the Board (including the person presiding at the meeting) is entitled to vote and, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
 - (h) Subject to sub-clause (c) the Board may act notwithstanding any vacancy on the Committee and may also act to increase their numbers pursuant to clause 18 (a) (provided all existing Board members must be present to elect a substitute member).
- 23.** No resolution passed by the Board shall be altered or rescinded unless by unanimous consent of the Board members present at that meeting or except upon notice in writing of the intention to move a Rescinding Resolution being given at a subsequent meeting of the Board prior to the date on which the meeting to alter or rescind such resolution is held.
- 24.** A member of the Board shall not vote on any matter in which he has any pecuniary interest or in which he is a member of a member club concerned in the business at hand.
- 25.** (a) The Board shall from time to time appoint a Secretary of the Association who shall be known as the General Manager or other title as determined from time to time who shall attend to the secretarial and administration matters pertaining to the Association. The Board shall review the duties and responsibilities of this office as a minimum annually.
- (b) The Secretary shall be responsible for attending to all cricketing matters between Board Meetings and shall be empowered to deal with these matters which can be resolved through the direct application of MPCCA Playing Rules and/or the Laws of Cricket. All other matters are to be submitted to the relevant Committee or the Board for determination.



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26. DUTIES OF TREASURER

- (a) The Treasurer of the Association:
- (i) shall collect and receive all monies due to the Association and make all payments authorised by the Association;
 - (ii) shall keep correct accounts and books showing the financial affairs of the Association with full details of all receipts and expenditure connected with the activities of the Association,
 - (iii) shall present up-to-date Statements to the Board from time to time as requested and shall present an Audited Statement at the Annual General Meeting.
- (b) The accounts and books referred to in sub-clause (a) shall be available for inspection by members.

27. CHEQUES ETC.

All Cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by either two members of the Board or one member of the Board and the Secretary.

28. COMMON SEAL

- (a) The Common Seal of the Association shall be kept in the custody of the Secretary.
- (b) The Common Seal shall not be affixed to any instrument except by the authority of the Board and the affixing of the Common Seal be attested by the signature either of two members of the Board.

29. ALTERATION OF RULES AND STATEMENT OF PURPOSES

These Rules and the Statement of Purposes of the Association shall not be altered except in accordance with the Act the Secretary shall within one month of making any amendment or alteration in the rules of the Association forward to the office Consumer affairs Victoria a certified copy of such alteration or amendment provided that no such alteration shall take effect unless and until the same is approved by the Commission.

30. SERVICE OF NOTICES

- (a) A notice may be served by or on behalf of the Association on any member either by:
- (i) personally delivering the notice to the member; or
 - (ii) by sending it by pre-paid post to the member at the address shown in the Register of Members; or
 - (iii) Facsimile transmission, if the member has requested that the notice be sent in this manner; or
 - (iv) Electronic transmission, if the member has requested that the notice be sent in this manner.
- (b) Where a document is properly addressed pre-paid and posted to a member as a letter, the document shall, unless the contrary is proved, be deemed to have been given to the member at the time at which the letter would have been delivered in the ordinary course of post.

31. DISPOSAL OF ASSETS

In the event of the winding up or the cancellation of the incorporation of the Association the assets of the Association shall be disposed of in accordance with the provisions of the Act.



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32. CUSTODY OF BOOKS

- (i) Except as otherwise provided in the Rules, the Secretary shall keep in his custody, or under his control, all books, documents and securities of the Association.
- (ii) All accounts, books, securities and any other relevant documents of the Association must be available for inspection free of charge by any Member upon request as long as the Member can prove that the relevance of their request and the relevance of the document requested to their specific enquiry and/or issue.
- (iii) A Member may make a copy of any accounts, books, securities and any other relevant documents of the Association as long as the Member has proved the relevance of the said item in accordance with Rules 12(b) and 32(ii).

33. SOURCE OF FUNDS

The funds of the Association shall be derived from entrance fees, annual subscriptions, donations and other such sources as the Committee determines.

34. OTHER

The income and property of the Association whensoever derived shall be supplied solely towards the promotion of the objects of the Association as set forth and no part thereof shall be paid or transferred directly or indirectly by way of dividends, bonus, gratuity or otherwise whatsoever by way of profit to any member of the Association PROVIDED THAT nothing herein contained shall prevent the payment in good faith of remuneration to any officer or servant of the Association or to any member of the Association or other person for goods supplied in the ordinary or usual way of business nor prevent the payment of interest on money borrowed from or lawfully due to any member of the Association or the payment to any member for reasonable and proper rent for premises demised or let by that member to the Association AND FURTHER PROVIDED that no person shall receive a greater profit, benefit or advantage from the Association than that received by every member of the Association other than a remuneration or honorarium approved by the Liquor Control Commission (or by the Board where no licence is held under the Liquor Control Act as amended) for work done by the Secretary, Treasurer or other officer of the Association or salary or wages paid to employees.

- 35.** Where the Association holds a Licence under the Liquor Control Act no payment or part payment to any Secretary, Manager or other officer or servant of the Association shall be made by way of commission or allowance from or upon the receipts of the Association for liquor supply.

- 36.** Where the Association holds a Licence under the Liquor Control Act no liquor shall be sold or supplied to any person except on the days and during the hours and in the manner prescribed or permitted by the provisions of the Liquor Control Act 1968 or any amendments thereof or substitution therefore or under any Rules or Regulations made pursuant to such Act or amendment thereof or substitution therefore.

- 37.** Where the Association holds a Licence under the Liquor Control Act no liquor shall be sold or supplied to any person under the age of eighteen years except where any such person is accompanied by a spouse or parent or guardian and the liquor sold is supplied for consumption as part of a meal supplied on the Association premises.



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- 38.** Where the Association holds a Licence under the Liquor Control Act no liquor shall be sold or supplied for consumption elsewhere than on the Association premises unless the same is supplied during the hours in which liquor may be supplied for consumption on the Association premises and unless the liquor is removed from the Association premises by a member purchasing the same.
- 39.** Where the Association holds a Licence under the Liquor Control Act no visitor shall be supplied with liquor in the Association premises unless in the company of a member.
- 40.** Where the Association holds a Licence under the Liquor Control Act no person shall be allowed to become honorary or temporary members of the Association or be relieved of the payment of the regular subscription other than provided for in the case of a Life Member or in the case of an Associate Member where the payment of fees by the Member Club of which the Associate Member is a Member shall be deemed to have included membership fees for each Associate Member.
- 41. APPOINTMENT OF HONORARY OFFICERS**
At the first Board Meeting after the Annual General Meeting the Board shall appoint an Honorary positions as it may deem relevant.
- 42. BY-LAWS AND REGULATIONS**
For the better running of the Association a majority of member clubs at any general meeting duly constituted may make or alter such By-Laws and or Regulations as are necessary. The Board shall not have the power to alter such By-Laws PROVIDED THAT the Board shall have the power to alter the levels of fines, deposits or other monetary amounts required to be paid there under by providing all member clubs with at least twenty-one days written notice thereof.