



Leeming Spartan Cricket Club (Inc.)

**LEEMING SPARTAN CRICKET CLUB (INC.)
CONSTITUTION 2005**

MARCH 2018 (AMENDED)

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1 NAME OF THE ASSOCIATION

The name of the Association is the LEEMING SPARTAN CRICKET CLUB (Inc.) hereinafter referred to as “the Association” “the Club” or “LSCC”. The Association, with Committee approval, may adopt a trading name as identified in the By-Laws, without effecting the powers or interpretation of this constitution. The registered office of the Association is located in Perth, Western Australia.

1.1 Not-For-Profit

As per guidelines from the Australian Taxation Office (ATO), the Association is a “Not-For-Profit” organisation (NFP) wherein the Association does not operate for profit or gain of its individual members. Any assets or profits of the association shall be applied solely in furtherance of its below-mentioned objects and no portion shall be distributed directly or indirectly to executives, members or private persons excepting in bona fide compensation for services rendered incurred on behalf of the Association.



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2 DEFINITIONS AND ABBREVIATIONS

2.1 Definitions

In these rules, unless the contrary intention appears;

“the Act”	means the Incorporation Act 1987 (Western Australia) or any other Act the Association may be incorporated under from time to time;
“the Association”	means the Association referred to in rule 1;
Annual General Meeting	is the meeting convened under rule 17.1 below;
By-Law	any By-Law, regulation or policy made by the Committee under rule 22(1);
“the Commissioner”	means the Commissioner for Fair Trading exercising powers under the Act;
“the Committee”	means the Committee of Management of the Association referred to in rule 11(1)
Committee Meeting	means a meeting referred to in rule 16;
Committee Member	means a person referred to in paragraphs (a), (b), (c), (d), (e), of rule 11(1)
Convene	means to call together for a formal meeting;
Delegate	the person duly elected or appointed in writing, from time to time, by a member Club or Affiliate to act for and on behalf of that entity, at General Meetings or otherwise in proceeding so provided by this Constitution;
Department	the government department with responsibility for administering the Associations Incorporation Act (1987);
Electronic Mail	means the exchange of digital messages or other means of electronic transmission of data, which can be stored as approved from time to time by the Committee; such as email, fax, text or message.
Executive Member	person referred to in rule 11 below;
Executive Position	means the President, Vice - Presidents, Secretary or Treasurer of a Member Club, Affiliate or the Association Committee;
Financial Year	the twelve-month period commencing 1 July and ending on 30 June in the following year;
General Meeting	a meeting to which all members are invited;
Intellectual Property	all rights or goodwill subsisting in copyright, business names, names, trademarks (or signs), logos, designs, patents or service marks (whether registered or unregistered) relating to the Association or any event, competition or activity of or conducted, promoted or administered by The Association;
Licensee	shall mean that person appointed by the Committee as Trustee to hold the liquor license for the Club in accordance with Section 48 of the Liquor Control Act 1988.
Life Member	an individual upon who life membership of the Association has been conferred;
LSA	Leeming Sports Association Inc
Member	Means a member of the Association;
Mail	a method for transmitting information and tangible objects by post, courier or electronic mail;
Memorandum of Understanding	a document outlining the vision, objectives, scope and deliverable of the group. It shall also outline roles and responsibilities of the group and confirm the common understanding between members on how they will make decisions and work together;
Not for Profit	As per the guidelines of the ATO wherein the Association does not operate for profit or gain of its individual members.



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Ordinary Resolution	resolution other than a special resolution;
Playing Member	Means a member of the Association who also plays in any sporting association, council or league with which the Association is associated or connected;
Policy	a Policy established under the By-Laws of the Association;
Poll	voting conducted in written form (as opposed to a show of hands);
“the President”	means the person referred to in rule 11(1)(a);
Proxy	the authority to represent someone else, especially in voting;
Record	any records of information however recorded and includes: (a) anything on which there is writing; (b) anything on which information has been stored or recorded, either mechanically, magnetically, or electronically; (c) anything from which images, sounds or writing can be reproduced with or without the aid of anything else.
Register	the Register of Member Clubs established pursuant to rule 6;
Seal	the common seal of the Association and includes any official seal of the Association;
“the Secretary”	means the person referred to in rule 11(1)(c);
Show of Hands	has its implicit meaning but also mean a voting method allowing members to indicate this preference by an alternative graphical representation recognisable by meeting participants.
Special General Meeting	a general meeting other than the annual general meeting;
Special Resolution	has the meaning given by section 51 of the Act, that is: a) A resolution is a special resolution if it is passed by a majority of not less than three-fourths of the members of the Association who are entitled under the rules of the Association to vote and vote in person or, where proxies or postal votes are allowed by the rules of the Association by proxy or postal vote, at a general meeting of which notice specifying the intention to propose the resolution as a special resolution was given in accordance with those rules. b) At a meeting at which a resolution proposed as a special resolution is submitted, a declaration by the person presiding that the resolution has been passed as a special resolution shall be evidence of the fact unless, during the meeting at which the resolution is submitted, a poll is demanded in accordance with the rules of the Association or, if the rules do not make provision as to the manner in which a poll may be demanded, by at least 3 members of the Association present in person or, where proxies are allowed, by proxy. c) If a poll is held, a declaration by the person presiding as to the result of the poll is evidence of the matter so declared
“the Treasurer”	means the person referred to in rule 11(1)(d);
“the Vice-Presidents”	means the persons referred to in rule 11(1)(b)

2.2 Abbreviations

AGM	Annual General Meeting
ATO	Australian Taxation Office
LSA	Leeming Sports Association Inc.



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LSCC	Leeming Spartan Cricket Club
NFP	Not For Profit
SMCA	South Metropolitan Cricket Association

2.3 References

2.3.1 Legislation, Regulations, Codes, Standards & Guidelines

Ref	Reference Name
1.	Associations Incorporation Act (1987) (Western Australia) Repealed.
2.	Association Incorporation Act 2015 (Western Australia).
3.	Liquor Control Act 1988 (WA).
4.	Australian Taxation Office (guidelines).



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3 OBJECTS OF THE ASSOCIATION

3.1 The objects of the Association are:

- (a) to promote and foster sports of all kinds and codes within the district;
- (b) to promote, advance and control sporting, cultural and social activities of all kinds in the Association and district;
- (c) to promote, organise and conduct entertainment, functions and other activities to raise funds for furthering the aims and objects of the Association;
- (d) to invest the monies of the Association not immediately required for any of its objects upon securities and in such manner as may from time to time be determined;
- (e) to borrow or raise money or secure the payment of money in such manner and on such terms as the Association shall think fit and in particular to execute mortgage, bills of sale, charges or other securities charges upon all or any of the Association's property (present and future or either) and to purchase, redeem, pay off or agree to a variation of all or any such securities;
- (f) to purchase, take on lease or in exchange, hire or otherwise acquire or deal with for such consideration as may be thought fit any property or assets, real or personal or any rights or privileges which may be considered of benefit to the Association;
- (g) to lay out, construct, maintain and alter any grounds for athletic sports or other pastimes necessary or convenient for the purpose of the Association;
- (h) to erect, establish, maintain and conduct a social club for the accommodation of members of the Association and to provide facilities and other conveniences and generally to afford all the usual privileges, advantages, conveniences, and accommodation of an Association to members and their guests;
- (i) to procure a club licence or club restricted licence under the Liquor Licensing Act 1988 (WA) and amendments;
- (j) to do all such other acts, matters and things as are incidental or conducive to the attainment of all or any of the above objects; and
- (k) to Act in accordance with the requirements of Not For Profit Organisation (NFP) as per Rule 1(1) above.

3.2 Property and Income

The property and Income of the Association shall be applied solely towards the promotion off the objects of the Association and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to members, except in good faith in the promotion of those objects.



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4 POWERS OF THE ASSOCIATION

The powers conferred on the Association are the same as those conferred by section 13 of the Act, so that subject to the Act and any additions, exclusions or modifications inserted below, the Association may do all things necessary or convenient for carrying out its objects and purposes, and in particular, may:

- a) acquire, hold, deal with, and dispose of any real or personal property;
- b) open and operate bank accounts
- c) invest its money:
 - i. in any security in which trust monies may lawfully be invested; or
 - ii. in any other manner authorised by the rules of the Association;
- d) borrow money upon such terms and conditions as the Association thinks fit;
- e) give such security for the discharge of liabilities incurred by the Association as the Association thinks fit
- f) appoint agents to transact any business of the Association on its behalf;
- g) enter into any other contract it considered necessary or desirable; and
- h) may act as trustee and accept and hold real and personal property upon trust but does not have power to do any act or thing as a trustee that, if done otherwise than as a trustee, would contravene this Act or the rules of the Association.
- i) To operate a bar/social club in accordance with the club restricted license under Section 48 of the Liquor Control Act 1988.



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5 MEMBERSHIP OF THE ASSOCIATION

5.1 Qualification of Membership of the Association

Membership of the Association is open to all persons not specially debarred by these rules or by the rules of any association, council or league with which the Association is associated or connected.

5.2 Membership Application

A person who wishes to become a member must:

- a) apply for membership to a member of the committee in writing or in person to be considered by the committee:
 - i. signed by that person and by the member; and
 - ii. in such form as the committee from time to time directs.

5.3 Member's Application Consideration by Committee

The Committee members must consider each application made under sub-rule 5(2) above at a committee meeting and must at the Committee meeting or the next Committee meeting accept or reject that application.

5.4 Rejected Membership Applications

An applicant whose application for membership of the Association is rejected under sub-rule 5(3) above must, if he or she wishes to appeal against that decision, give notice to the Secretary of his or her intention to do so within a period of fourteen (14) days from the date he or she is advised of the rejection.

5.5 Membership Appeals

When notice is given under sub-rule 5(4) above, the Association in a general meeting no later than the next annual general meeting, must either confirm or set aside the decision of the Committee to reject the application after having afforded the applicant who gave notice a reasonable opportunity to be heard by, or to make representations in writing to, the Association in the general meeting.

5.6 Classes of Membership

There are 4 classes of membership:

- a) senior playing membership and has voting rights;
- b) junior playing membership and has no voting rights;
- c) social membership and has no voting rights;
- d) life membership has only voting rights in relation to selection of New Life Members in accordance with rule 5.7(a) below.

5.7 Life membership and Criterion

- a) Life members meeting - A meeting of all life members must be held annually at the end of each cricket season, prior to the presentation of trophies, to consider the election of any new life members.
- b) A life member is a person who:
 - (i) has held office within the Association or served on the Committee may be considered after 10 years of membership; or



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- (ii) has not held office within the Association or served on the Committee but has served as an Association delegate to the LSA or SMCA, may be considered after 10 years of membership.
- (iii) A member who has not fulfilled the requirements of sub-rule 5.7(a) or (b) above may be considered after 15 years of membership.
- c) Life member Medallion - New life members will receive a life membership medallion at the presentation of trophies from the most senior life member attending the presentation.
- d) Life members attendance at Committee meetings - Life members who are not Committee members are entitled to attend Committee meetings but may only speak on the invitation of the President and have no right to vote on any business before the Committee.



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6 REGISTER OF MEMBERS OF THE ASSOCIATION

6.1 Keeping of the Register of the Association

The Secretary, on behalf of the Association, must comply with Section 22 of the Act by keeping and maintaining in an up-to-date condition a register of members of the Association and their postal or residential addresses, contact details and electronic mail.

6.2 Inspection of Register

The Secretary upon the request of a member of the Association, shall make the register available for the inspection of the member and the member may make a copy of or take an extract from the register but shall have no right to remove the register for that purpose.

6.3 Statutory Declaration for Making Copy or Extract

A member who under sub-rule 6(2) above wishes to make a copy of, or take an extract from, the register of members shall provide a statutory declaration to the Secretary of the Association setting out the purpose for which the copy or extract is required and declaring that the purpose is connected with the affairs of the Association.

6.4 Register to be Kept

The register must be so kept and maintained at the Secretary's place of residence, or at such other place as the members at a general meeting decide.

6.5 Removal of Member from Register

The Secretary must cause the name of a person who dies or who ceases to be a member under rule 9 below to be deleted from the register of members referred to in sub-rule 6(1) above.



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7 SUBSCRIPTIONS OF MEMBERS OF THE ASSOCIATION

7.1 Amount of Subscription

The Committee may from time to time determine the amount of the subscription to be paid by each member according to his or her class.

- a) senior playing members who are full time tertiary or secondary students must pay the same fees as junior playing members;
- b) senior playing members who are unemployed or not earning full-time wage must pay the same fees as junior playing members;
- c) social members and life members must pay the same subscription as senior playing members;

7.2 Subscriptions to be Paid to Treasurer

Each member must pay to the Treasurer, annually on or before 1 July or such other date as the Committee from time to time determines, the amount of the subscription determined under sub-rule 7(1) above.

7.3 Subscription not Paid

A member whose subscription is not paid within three (3) months after the relevant date fixed by or under sub-rule 7(2) above ceases on the expiry of that period to be a member, unless the Committee decides otherwise.



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8 MATCH FEES OF PLAYING MEMBERS OF THE ASSOCIATION

8.1 Committee to Decide Match Fees

The Committee may from time to time determine the amount of the match fees payable by each playing member.

8.2 Match Fees to be Paid to Treasurer

Each playing member must pay to the Treasurer, by such date or dates as the Committee from time to time determines, the amount or amounts of the match fees determined under sub-rule 8(1) above.

8.3 Playing Member not Paying Match Fees

Unless the Committee determines otherwise, a playing member whose match fees for any one (1) match are not paid before the date of the next succeeding fixture will not be eligible for selection for that fixture, or any fixtures after that fixture, until those match fees are paid.

8.4 Playing Member Ceases to be a Member

A playing member whose match fees are not paid within three (3) months after the relevant date or dates fixed by or under sub-rule 8(2) ceases on the expiry of that period to be a member, unless the Committee decides otherwise.



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9 TERMINATION OF MEMBERSHIP OF THE ASSOCIATION

9.1 Membership of the Association may be Terminated

Membership of the Association may be terminated upon:

- a) receipt by the Secretary or another Committee member of a notice in writing from a member of his or her resignation from the Association. Such person remains liable to pay the Association the amount of any subscription and or match fees due and payable by that person to the Association but unpaid at the date of termination; or
- b) non-payment by a member of his or her subscription within three (3) months of the date fixed by the Committee for subscription to be paid, unless the Committee decides otherwise in accordance with rule 7(3) above;
- c) non-payment by a playing member of his or her match fees within three (3) of any date or dates fixed by the committee for match fees to be paid, unless the Committee decides otherwise in accordance with sub-rule 8(4) above; or
- d) expulsion of a member in accordance with rule 10 below.



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10 SUSPENSION OR EXPULSION OF MEMBERS

10.1 Committee to Consider

If the Committee considers that a member should be suspended or expelled from membership of the Association because his or her conduct is detrimental to the interests of the Association, the Committee must communicate, either orally or in writing, to the member:

- (a) notice of the proposed suspension or expulsion and of the time, date and place of the Committee meeting at which the question of that suspension or expulsion will be decided; and
- (b) particulars of that conduct;
- (c) not less than 30 days before the date of the Committee meeting referred to in paragraph (a).

10.2 Communication of Suspension or Expulsion

At the Committee meeting referred to in a notice communicated under sub-rule 10(1) above, the Committee may, having afforded the member concerned a reasonable opportunity to be heard by, or to make representations in writing to, the Committee suspend or expel or decline to suspend or expel that member from membership of the Association and must, forthwith after deciding whether or not to suspend or expel that member, communicate that decision in writing to that member.

10.3 Membership Cessation

Subject to sub-rule 10.5 below, a member has membership suspended or ceases to be a member fourteen (14) days after the day on which the decision to suspend or expel a member is communicated to the club under sub-rule 10.2.

10.4 Appeals

A member who is suspended or expelled under sub-rule 10.2 must, if the member wishes to appeal against that suspension or expulsion, give notice to the Secretary of his or her intention to do so within the period of fourteen (14) days referred to in sub-rule 10.3 above.

10.5 Notice given under sub-rule 10(4)

When notice is given under sub-rule 10(4):

- (a) the Association in a general meeting, must either confirm or set aside the decision of the Committee to suspend or expel the member, after having afforded the member who gave that notice a reasonable opportunity to be heard by, or to make representations in writing to, the Association in the general meeting;
- (b) the member who gave that notice is not suspended or does not cease to be a member unless and until the decision of the Committee to suspend or expel the member is confirmed under this sub-rule.



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11 COMMITTEE OF MANAGEMENT

11.1 Committee of Management shall consist of

Subject to rule 5 above, the affairs of the Association will be managed exclusively by a committee of Management consisting of:

- (a) a President;
- (b) Two Vice-Presidents;
- (c) a Secretary;
- (d) a Treasurer; and
- (e) not less than 4 other persons, all of whom must be members of the Association referred to as General Committee members.

wherein 11.1(a) to (d) above shall be referred to as the "Executive".

11.2 Elected Committee Members

Executive Committee Members must be elected to membership of the Committee at an Annual General Meeting or appointed under sub-rule 11(8).

11.3 Term of Appointment of Committee Member

Subject to sub-rules 11(4) and 11(7) below, a Committee member's term will be from his or her election at an annual general meeting until the election referred to in sub-rule 11(2) above at the next annual general meeting after his or her election, but he or she is eligible for re-election to membership of the Committee.

11.4 Eligibility for Election or Re-election

A person who is eligible for election or re-election under this rule may:

- (i) propose or second himself or herself for election or re-election; and
- (ii) vote for himself or herself.

11.5 Nominations not Exceeding the Number of Vacancies

If the number of persons nominated for election to membership of the Committee does not exceed the number of vacancies in that membership to be filled:

- (i) the Secretary must report accordingly to; and
- (ii) the President must declare those persons to be duly elected as members of the Committee

at, the annual general meeting concerned.

11.6 Vacancies Remain sub rule 11(5)

If vacancies remain on the Committee after the declaration under rule 11(6), additional nominations of Committee members may be accepted from the floor of the annual general meeting. If such nominations from the floor do not exceed the number of vacancies the President must declare those persons to be duly elected as members of the Committee. Where the number of nominations from the floor exceeds the remaining number of vacancies on the Committee, elections for those positions must be conducted.

11.7 Vacancies Remain sub rule 11(6) & 15

If a vacancy remains on the Committee after application of sub-rule 11(7), or when a casual vacancy within the meaning of rule 15 occurs in the membership Committee:



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- a) the Committee may appoint a member to fill that vacancy; and
- b) a member appointed under this sub-rule will:
 - (i) hold office until the election referred to in sub-rule 11(2); and
 - (ii) be eligible for election to membership if the Committee, at the next following annual general meeting.

11.8 Delegations

The Committee may delegate, in writing, to one to more sub-committees (consisting of such member or members of the Association as the Committee thinks fit) the exercise of such functions of the Committee as are specified in the delegation other than:

- a) the power of delegation; and
- b) a function, which is a duty, imposed on the Committee by the Act or any other law.

11.9 Delegations Subject to Conditions

Any delegation under sub-rule 11(9) may be subject to such conditions and limitations as to the exercise of that function or as to time and circumstances as are specified in the written delegation and the Committee may continue to exercise any function delegated.

11.10 Delegations may be Revoked

The Committee may revoke wholly or in part any delegation under sub-rule 11(9).

11.11 Committee Responsibilities

The Committee must:

- a) Manage the Associations premises between 1 October and 31 March each year;
- b) Liaise with the LSA;
- c) Liaise with the SMCA;
- d) In compliance with sub-rule 11(9) to 11(11) inclusive, supply delegates to both the LSA and the SMCA as Authorised by the Committee;
- e) appoint Association coaches;
- f) appoint Association teams' Captains;
- g) appoint sub-committees, including a sub-committee to manage junior members;
- h) determine trophies;
- i) appoint a reviewer or auditor to verify the Associations financial records if required to do so under the Act.

11.12 Appointed Patron

11.12.1 Appointment of Patron

The Executive Committee may appoint a Patron as soon as practical after the Annual General Meeting.

The Patron may attend and speak at Committee meetings only with invitation from the Executive Committee.



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The Patron shall not have voting rights.

The Patron does not carry any responsibilities or liabilities and cannot make any decisions on behalf of the Association.

11.12.2 Qualifications for Patron

- (a) The Patron may be a non-member who lends their Name and support to the association. The Patron have specific skills in commerce, finance, marketing, law or business generally of such other skills that complement the Executive Committee composition but need not have experience in or exposure to the sport of cricket. A Patron may become a member of The Association.

11.12.3 Term of Appointment

- (a) Appointed Patron may be appointed by the Elected Executive Committee in accordance with this Constitution for a term of one year, which shall commence from the conclusion of the Annual General Meeting or General Meeting at which the Appointment occurs until the commencement of the next Annual General Meeting.
- (b) A Patron may be appointed each year.



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12 PRESIDENT, VICE PRESIDENTS

12.1 President to Preside

Subject to this rule, the President must preside at all Committee meetings and Association Member's Meetings.

12.2 Absence from General Meeting

In the event of the absence from a general meeting of:

- a) the President, one of the Vice-Presidents;
- b) both the President and a Vice-President, the other Vice President;
- c) the President and the Vice Presidents, a member elected by the other members present at the general meeting,
must preside at the general meeting.

12.3 Absence from Committee Meeting

In the event of the absence from a committee meeting of:

- a) the President, one of the Vice-Presidents;
- b) both the President and a Vice-President, the other Vice President;
- c) the President and the Vice Presidents, a member elected by the other members present at the general meeting,
must preside at the general meeting.



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13 SECRETARY

13.1 Secretary's Duties

The Secretary must-

- a) coordinate the correspondence of the Association;
- b) keep full and correct minutes of the proceedings of the Committee and the Association;
- c) comply on behalf of the Association with:
 - (i) section 55 of the Act with respect to the register of members as referred to in rule 6 above; and
 - (ii) section 22 of the Act by keeping and maintaining in an up-to-date condition the rules of the Association and,
 - (iii) section 35 of the Act where upon the request of a member of the Association, shall make the rules available to the member; and
 - (iv) section 53 of the Act by maintaining a record of:
 - A. the names and addresses of the persons who constitute the Committee and persons who hold the offices or the Association provided for by these rules; and
 - B. the name and address of any person who is authorised to use the common seal under rule 23 below of the Association; and
 - C. the name and address of any person who is appointed or acts as trustee on behalf of the association
- d) Notwithstanding sub-rule 13(1)(c)(iv) above and also in compliance with sub-rule 6(3) above, upon the request of a member of the Association make available the record for the inspection of the member and the member may make a copy of or take an extract from the record but shall have no right to remove the record for that purpose;
- e) unless the members resolve otherwise at a general meeting, have custody of all books, documents, records and registers of the Association, including those referred to in sub-rule 12(1)(c) above other than those required by rule 14 below to be kept and maintained by, or in the custody of the Treasurer;
- f) perform such other duties as are imposed by these rules on the Secretary.



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14 TREASURER

14.1 Treasurer's Duties

The Treasurer must:

- a) be responsible for the receipt of all moneys paid to or received by or by him on behalf of, the Association and shall issue receipts for those moneys in the name of the Association;
- b) pay all moneys referred to in sub-rule 14(1)(a) above into such account or accounts of the Association as the Committee may from time to time direct;
- c) make payments from the funds of the Association with the authority of a general meeting or of the Committee and in so doing ensure that all cheques are signed by himself or herself and at least one other Authorised or by any two others as are authorised by the Committee;
- d) keep such accounting records of the association:
 - (i) as correctly record and explain the financial transactions and financial position of the Association;
 - (ii) in such a manner as will enable true and fair accounts of the Association to be prepared from time to time
 - (iii) in such a manner as will enable true and fair accounts of the Association to be conveniently and properly reviewed or audited
 - (iv) submitting to members at each Annual General Meeting of the Association accounts of the Association showing the financial position of the Association at the end of the immediately preceding year.
- e) whenever directed to do so by the President, submit to the Committee a report, balance sheet or financial statement in accordance with that direction.
- f) unless the members resolve otherwise at a general meeting, have custody of all securities, books and documents of a financial nature and accounting records of the Association, including those referred to in sub-rule 14(1)(d) & (e) above.
- g) perform such other duties as are imposed by these rules on the Treasurer.

14.2 Financial Reports

- a) the Treasurer must comply on behalf of the Association with section 63 of the Act with respect to the accounting records of the Association by ensuring the financial report for a financial year consists of:
 - (i) the financial statements for the year; and
 - (ii) the notes to the financial statements; and\the management committee's declaration about the statements and notes.
- b) The notes to the financial statements of the Association are:
 - (i) the disclosures required by the regulations; and
 - (ii) notes required by the accounting standards; and
 - (iii) any other information necessary to give a true and fair view of the financial position and performance of the association.

14.3 Management Committee Declaration

- a) the Treasurer shall cause the Associations Committee to make such a declaration of the Committee stating:



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- (i) whether, in the Committee's opinion, there are reasonable grounds to believe that the association will be able to pay its debts as and when they become due and payable; and
 - (ii) whether, in the Committee's opinion, the financial statements and notes are in accordance with this Part.
- b) the associations Committee's declaration must:
- (i) be made in accordance with a resolution of the Committee; and
 - (ii) specify the date on which the declaration is made; and
 - (iii) be signed by at least 2 members of the Committee who are authorised to do so by the Committee.



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15 CASUAL VACANCIES IN MEMBERSHIP OF COMMITTEE

A casual vacancy occurs in the office of a Committee member and that office becomes vacant if the Committee member:

- a) dies;
- b) resigns by notice in writing delivered to the President or, if the Committee member is the President, to the Vice-President and that resignation is accepted by resolution of the Committee;
- c) is convicted of an offence under the Act;
- d) is permanently incapacitated by mental or physical ill-health;
- e) is absent from more than:
 - (i) three (3) consecutive Committee meetings; or
 - (ii) three (3) Committee meetings in the same financial year without tendering an apology to the person presiding at each of those Committee meetings;
of which meetings the member received notice, and the Committee has resolved to declare the office vacant;
- f) ceases to be a member of the Association; or
- g) is the subject of a resolution passed by a general meeting of member's terminating his or her appointment as a Committee member.



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16 PROCEEDINGS OF THE COMMITTEE

16.1 Committee to meet

The Committee must meet together for the dispatch of business not less than six (6) times in the calendar year, following the Annual General Meeting of the Association at such place and times as the Committee determine. The Secretary shall, on the request of two Executive Committee members, convene a meeting of the Committee within thirty (30) days.

16.2 Committee Member votes

Each Committee member has a deliberative vote.

16.3 Questions arising at a Committee meeting

A question arising at a Committee meeting must be decided by a majority of votes, but, if there no majority, the person presiding at the Committee meeting will have a casting vote in addition to his or her deliberative vote.

16.4 Quorum

At a Committee meeting, five (5) Committee members constitute a quorum.

16.5 Order of business

Subject to these rules, the procedure and order of business to be followed at a Committee meeting must be determined by the Committee members present at the Committee meeting.

16.6 Disclosure of Material Personal Interest

A Committee member having any direct or indirect material personal interest in a matter being considered at a Committee meeting must:

- (a) as soon as he or she becomes aware of that interest, disclose the nature and extent of his or her interest to the Committee; and
- (b) as soon as he or she becomes aware of that interest, disclose the nature and extent of his or her interest at the next general meeting of the Association; and
- (c) not take part in any deliberations or decision of the Committee with respect to that matter.
- (d) must not be afforded a vote on that matter.

16.7 Disclosure of Material Personal Interest does not apply

Sub-rule 16(6) does not apply with respect to a material personal interest that exists only by virtue of the fact that the member of the Committee is an employee of the Association or if that material personal interest exists only by virtue of the fact that the member of the committee is a member of a class of persons for whose benefit the Association is established

16.8 Recording of Disclosure of Material Personal Interest

The Secretary must cause every disclosure made under sub-rule 16(6) by a member of the Committee to be recorded in the minutes of the meeting of the Committee at which it is made.



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17 GENERAL MEETINGS

17.1 Notice of General Meeting

The Committee:

- (a) may at any time convene a General Meeting for discussions with members about the Association's business;
- (b) must convene Annual General Meetings within the time limits provided for the holding of such meetings by section 50 of the Act, that is, in every calendar year within 6 months after the end of the Association's financial year or such longer period as may in a particular case be allowed by the Commissioner; and
- (c) must, within 30 days of:
 - (i) receiving a request in writing to do so from not less than two-thirds members (66%), convene a special general meeting for the purpose specified in that request; or
 - (ii) the Secretary receiving a notice under rule 10(4) convenes a general meeting to deal with the appeal to which that notice relates.
- (d) must, after receiving a notice under rule 5(4), convene a general meeting, no later than the next annual general meeting, at which the appeal referred to in the notice will be dealt with. Failing that, the applicant is entitled to address the Association at that next annual general meeting in relation to the Committee's rejection of his or her application and the Association at that meeting must confirm or set aside the decision of the Committee.

17.2 Request for Special General Meeting

The members making a request referred to in rule 17(1)(c)(i) must:

- (a) state in that request the purpose for which the special general meeting concerned is required; and
- (b) sign that request.

17.3 Special General Meeting Not convened by Committee

If a special general meeting is not convened within the relevant period of twenty-one (21) days referred to:

- (a) in rule 17(1)(c)(i) the members who made the request concerned may themselves convene a special general meeting as if they were the Committee; or
- (b) in rule 17(1)(c)(ii) the member who gave the notice concerned may convene a special general meeting as if he or she were the Committee.

17.4 Expenses incurred under sub-rule 17(3)(a) or (b)

When a special general meeting is convened under sub-rule 17(3)(a) or (b) the Association must pay the reasonable expenses of convening and holding the special general meeting.

17.5 Notice of Special General Meeting

Subject to rule 17.1 the Secretary must give all members not less than fourteen (14) days' notice of a special general meeting and that notice must specify:

- (a) when and where the general meeting concerned is to be held; and
- (b) particulars of the business to be transacted at the general meeting concerned and the order in which that business is to be transacted.



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17.6 Notice of Annual General Meeting

Subject to sub-rule 17(7) below, the Secretary must give to all members not less than twenty-one (21) days' notice of an annual general meeting and that notice must specify

- (a) when and where the annual general meeting is to be held.
- (b) the particulars and order in which business is to be transacted; as follows:
 - (i) first, the consideration of the accounts and reports of the committee
 - (ii) second, the election of Committee members to replace outgoing Committee members; and
 - (iii) third, any other business required consideration by the Association at the general meeting.
- (c) The Secretary shall distribute, at least fourteen (14) days prior to the annual general meeting, an agenda for the meeting stating the business to be transacted, together with any notice of motion received or forms applicable to the intended business.

17.7 Special Resolution

A special resolution may be moved either at a special general meeting or at an annual general meeting, however the Secretary must give to all members not less than twenty-one (21) days' notice of the meeting at which a special resolution is to be proposed. In addition to those matters specified in rule sub-rule 17(5) or 17(6) as relevant, the notice must also include the resolution to be proposed and the intention to propose the resolution as a special resolution.

17.8 Notice of Special Resolution

The Secretary must give a notice under sub-rule 17(5), (6) or (7) by:

- (a) serving it on a member personally; or
- (b) sending it by post to a member at the address of the member appearing in the register of members kept and maintained and in keeping with rule 6 above.
- (c) sending it by electronic mail to a member at the address of the member appearing in the register of members kept and maintained and in keeping with rule 6 above.

17.9 Notice by Post

When a notice is sent by post under sub-rule 17(8)(b), sending of the notice will be deemed to be properly effected if the notice is sufficiently addressed and posted to the member concerned by ordinary prepaid mail.

17.10 Notice by Electronic Mail

When a notice is sent by electronic mail under sub-rule 17(8)(c), sending of the notice will be deemed to be properly effected if the notice is sent and no "error" transmission is received.



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18 QUORUM AT GENERAL MEETINGS

18.1 Quorum

At a General Meeting fifteen (15) members present in person constitute a quorum.

18.2 Adjournment of General Meeting

If within two (2) hours after the time specified for the holding of a general meeting in a notice given under sub-rule 17(5) or 17(6):

- (a) as a result of a request or notice referred to in rule 17(1)(c) or as a result of action taken under rule 17(3) a quorum is not present, the general meeting lapses; or
- (b) otherwise than as a result of a request, notice or action referred to in sub-rule 18(2)(a) the General Meeting stands adjourned to the same time on the same day in the following week and to the same venue.

18.3 Quorum at Adjourned General Meeting

If within thirty (30) minutes of the time appointed by sub-rule 18(2)(b) for the resumption of an adjourned general meeting a quorum is not present, the members who are present in person or by proxy may nevertheless proceed with the business of that general meeting as if a quorum were present.

18.4 President May Adjourn

The President may, with the consent of a general meeting at which a quorum is not present, and must, if so directed by such a general meeting, adjourn that general meeting from time to time and from place to place.

18.5 Business at Adjourned General Meeting

There must not be transacted at an adjourned general meeting any business other than the business left unfinished or on the agenda at the time when the general meeting was adjourned.

18.6 General Meeting Adjourned for 30 Days or More

When a general meeting is adjourned for thirty (30) days or more, the Secretary must give notice under rule 17 of the adjourned general meeting as if that general meeting were a fresh general meeting.

18.7 Voting at General Meetings

At a general meeting:

- (a) an ordinary resolution put to the vote will be decided by a majority of votes cast on a show of hands, subject to rule 9; and
- (b) a special resolution put to the vote will be decided in accordance with section 51 of the Act as defined in rule 2 above, and, if a poll is demanded, in accordance with rules 9 and 11 above where in so by the votes of not less than three-fourths of the members of the association who cast a vote at the meeting.

18.8 Declaration by President

A declaration by the President of a general meeting that a resolution has been passed as an ordinary resolution at the meeting will be evidence of that fact unless, during the general meeting at which the resolution is submitted, a poll is demanded in accordance with rule 9.

18.9 Poll Demanded by President

At a general meeting, a poll may be demanded by the President or by three or more members present in person or by proxy and, if so demanded, must be taken in such manner as the President directs.



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18.10 Declaration of Poll

If a poll is demanded and taken under rule 9 in respect of an ordinary resolution, a declaration by the President of the result of the poll is evidence of the matter so declared.

18.11 Poll to be taken

A poll demanded under rule 18.9 must be taken immediately on that demand being made.



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19 MINUTES OF MEETINGS OF ASSOCIATION

19.1 Proper Minutes of Proceedings

The Secretary must cause proper minutes of all proceedings of all general meetings and Committee meetings to be taken and then to be entered within 30 days after the holding of each general meeting or Committee meeting, as the case requires, in a minute book kept for that purpose.

19.2 Minutes Checked and Signed as Correct

The President must ensure that the minutes taken of a general meeting or Committee meeting under rule 1, are checked and signed as correct by the person presiding at the general meeting or Committee meeting to which those minutes relate or by the person presiding at the next succeeding general meeting or Committee meeting, as the case requires.

19.3 Minutes are Evidence

When minutes have been entered and signed as correct under this rule, they are, until the contrary is proved, evidence that-

- (a) the general meeting or Committee meeting to which they relate (in this sub-rule called "the meeting") was duly convened and held;
- (b) all proceedings recorded as having taken place at the meeting did in fact take place at the meeting;
and
- (c) all appointments or elections purporting to have been made at the meeting have been validly made.



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20 VOTING

Subject to these rules, each member present in person or by proxy at a meeting is entitled to a deliberative vote.



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21 PROXY VOTING

A member (in this rule called "the appointing member") may appoint in writing another member who is a natural person to be the proxy of the appointing member and to attend, and vote on behalf of the appointing member at, any general meeting.



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22 RULES OF THE ASSOCIATION

22.1 Alter or Rescind Rules

The Association may alter or rescind these rules, or make rules additional to these rules, in accordance with the procedure set out in section 30 of the Act, which is as follows:

- (a) Subject to sub-rules 22(1)(d) and 22(1)(e) below the Association may alter its rules by special resolution but not otherwise;
- (b) Within one month of the passing of a special resolution altering its rules, or such further time as the Commissioner may in a particular case allow (on written application by the Association), the Association must lodge with the Commissioner notice of the special resolution setting out particulars of the alteration together with a certificate given by a member of the Committee certifying that the resolution was duly passed as a special resolution and that the rules of the Association as so altered conform to the requirements of this Act;
- (c) An alteration of the rules of the Association does not take effect until sub-rule 22(1)(b) is complied with;
- (d) An alteration of the rules of the Association having effect to change the name of the Association does not take effect until sub-rules 22(1)(a) to 22(1)(c) are complied with and the approval of the Commissioner is given to the change of name;
- (e) An alteration of the rules of the Association having effect to alter the objects or purposes of the Association does not take effect until sub-rules 22(1)(a) to 22(1)(c) are complied with and the approval of the Commissioner is given to the alteration of the objects or purposes.
- (f) Within 14 days after making any amendment or alteration or addition to the Constitution the Secretary shall notify the Department of Commerce and provide confirmation advice to the Department of Racing, Gaming and Liquor.

22.2 Rules are Binding

These rules bind every member and the Association to the same extent as if every member and the Association had signed and sealed these rules and agreed to be bound by all their provisions.

22.3 By-Laws

If the Association makes any by-laws under sub-rule 22(1) those by-laws are deemed to form part of these rules.

22.4 Committee to Formulate By-Laws

The Committee may (by itself or by delegation to a committee) formulate, approve, issue, adopt, interpret and amend such by-laws, regulations and policies for the proper advancement, management and administration of the Association, the advancement of the objects of the Association and the sport of cricket as it thinks necessary or desirable. Such By-Laws must be consistent with this Constitution.

22.5 By-Laws Binding

All By-Laws made under this rule shall be binding on the Association and its Membership.

22.6 By-Laws Deemed Applicable

All By-Laws, regulations and policies of the Association in force at the date of the approval of this Constitution under the Act in so far as such by-laws, regulations and policies are not inconsistent with, or have been replaced by this Constitution, shall be deemed to be By-Laws under this rule.



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22.7 Notices Binding on Members

Amendments, alterations, interpretations or other changes to By-Laws shall be advised to the membership by means of notices approved by the Committee and prepared and issued by the Secretary. Members shall be obliged to draw such notices to their own attention. Notices are binding upon the membership the Association.



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23 COMMON SEAL OF THE ASSOCIATION

23.1 Seal to contain Corporate Name

The Association must have a common seal on which its corporate name appears in legible characters.

23.2 Seal not to be Used

The common seal of the Association must not be used without the express authority of the Committee and every use of that common seal must be recorded in the minute book referred to in rule 19.

23.3 Affixing the Seal

The affixing of the common seal of the Association must be witnessed by any two of the President, the Secretary and the Treasurer.

23.4 Safe Custody of the Seal

The common seal of the Association must be kept in the custody of the Secretary or of such other person as the Committee from time to time decides.



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24 INSPECTION OF RECORDS

A member may at any reasonable time inspect without charge the books, documents, records and securities of the Association.



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25 DISPUTES AND MEDIATION

25.1 Grievance Procedure Applies Between

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; or
- (c) if the Association provides services to non-members, those non-members who receive services from the Association, and the Association.

25.2 Parties to resolve

The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within fourteen (14) days after the dispute comes to the attention of all of the parties.

25.3 Parties Unable to Resolve

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.

25.4 The Mediator

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;
 - (ii) in the case of a dispute between a member or relevant non-member (as defined by rule 5) and the Association, a person who is a mediator appointed to, or employed with, a not for profit organisation.

25.5 Mediator Can Be

A member of the Association can be a mediator.

25.6 Mediator Cannot Be

The mediator cannot be a member who is a party to the dispute.

25.7 Settle Dispute in Good Faith

The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.

25.8 Conducting the Mediation

The mediator, in conducting the mediation, must:

- (a) give the parties to the mediation process every opportunity to be heard;
- (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.



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25.9 Mediator not to Determine

The mediator must not determine the dispute.

25.10 Mediation must be confidential

(a) The mediation must be confidential and without prejudice.

25.11 Dispute not resolved

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.



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26 LIQUOR LICENCE

Liquor sold for consumption on the premises shall be in accordance with Section 48 of the Liquor Control Act 1988. The Trustee to hold the liquor licensee for the Club shall be appointed by the LSA.



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27 DISTRIBUTION OF SURPLUS PROPERTY OF THE ASSOCIATION

27.1 Winding up or Dissolution

If upon the winding up or dissolution of the Association there remains after satisfaction of all its debts and liabilities any property whatsoever, the same must not be paid to or distributed among the members, or former members. The surplus property must be given or transferred to another association incorporated under the Act which has similar objects and which is not carried out for the purposes of profit or gain to its individual members, and which Association shall be determined by special resolution of the members.

27.2 Amalgamation

Should an amalgamation of the Association with another Association (approved by the Commissioner) be proposed, it shall occur by special resolution as per rule 17.1 above and include the following for members to decide:

- a) The terms of the amalgamation; and
- b) The name and objects of the new body; and
- c) The rules of the new body.