

CONSTITUTION AND BY-LAWS OF CRICKET NEWFOUNDLAND & LABRADOR

Article 1. NAME OF ASSOCIATION

The association shall be known as "Cricket Newfoundland and Labrador" hereinafter referred to in these rules as the "Association".

Article 2. AFFILIATION

The Association shall aim to be affiliated to Cricket Canada. As such if accepted as a General Member of Cricket Canada it will pay such dues as required.

Article 3. PURPOSE OF THE ASSOCIATION

To encourage, promote and govern the game of cricket in the province of Newfoundland and Labrador

Article 4. BY-LAWS OF THE ASSOCIATION

The By-laws, appended to this Constitution, shall describe the organization and functions of the ~~Club Association~~, and the means by which members of the ~~Club Association~~ may elect the ~~Association Club~~ Board of Directors and control the property and activities of the ~~Association Club~~.

BY-LAWS OF CRICKET NEWFOUNDLAND & LABRADOR

MEMBERSHIP

By-law 1: Membership

Membership in the Association shall be open to all, irrespective of sex, age, creed or colour.

By-law 2: Association By-laws, Rules and Regulations

All members shall uphold, observe and conform to the By-laws, Rules and Regulations of the Association and such regulations as made by the Board of Directors of the Association.

By-law 3: Membership Fees

The annual membership fee in the Association shall be fixed from time to time by the Executive Board and payable to the Treasurer of the Association through the [Association club](#).

By-law 4: Member in Good Standing

For a member of the Association to be considered in good standing with the Association, that member must pay fees as are stipulated by the Association Board of Directors for the membership year in question. Members will not be permitted to take part in any Association activities if these fees are not paid prior to taking part in any Association activities. Members in arrears may be considered as having terminated their Association membership.

By-law 5: Suspension and Expulsion from the Association

The Board of Directors may suspend or expel a member of the Association for acting contrary to the By-laws, Rules and Regulations of the Association. The Association Board shall develop a suspension and expulsion policy that contains a provision for suspending or expelling of any member of the Club from such membership on terms and conditions that are deemed appropriate and necessary by the Association Board of Directors. This policy shall be approved by the Association Board of Directors from time to time and it shall be in writing and made available to all members in advance of its implementation. This policy must include an appropriate hearing and appeal process, which includes principles of due process, an appropriate reinstatement application process and an appropriate graduated series of disciplinary measures.

By-law 6: Classes of Membership

The classes of membership, eligibility and privileges shall be as follows:

- i. Active membership which shall consist of playing members and persons participating in the game such as umpires and other officials. Active members have full voting rights.
- ii. Associate membership which shall be confined to those who are not actively engaged in the playing or officiating of cricket within the Association. Associate members have full voting rights.
- iii. Honorary membership which shall be conferred at the discretion of the Executive Board. Honorary members are non-voting

iv. Junior members

All players that:

- are participating in an 'under age' cricket competition; and
- are under 18 years of age as at 31st March in any calendar year; and
- have paid their annual subscription fees as required

are considered Junior Members

b). Junior Members shall have no right to vote at any annual general or special general meetings of Association Members nor be eligible for election to the Executive Board of the Association.

c. All Junior Members membership status expires automatically at the start of the next cricket season which, for the purposes of these by-laws, is deemed to be the 1st day of May in each year.

v. Special Members: Parents or legal guardians of Junior Members; Special members are entitled to one vote at general meetings of the Association, and in elections unless already holding a vote as an active or associate member.

No member carries more than one vote

ASSOCIATION MANAGEMENT

By-law 7: Members of Board of Directors,

The members of the Board of Directors must be members in good standing of the Association, and be of legal age.

By-law 8: General Management of the Association

8.1 The general management of the ~~Association club~~ shall be vested in a Board of Directors consisting of: immediate Past President, President, Vice-president, Secretary, and Treasurer, two Directors at Large, the women's programme Director, and~~and~~ a representative from each associated club. All of the above, with the exception of the Past President, women's Director and club directors shall be elected for 4-2 year terms at the Annual General Meeting. The president, secretary and one director at large position shall be elected in even numbered years; the vice-president, treasurer and the other director at large position shall be elected on odd numbered years. The Past President shall be ex-officio and shall hold office until a new President has been duly elected. Club directors (and an alternate) shall be appointed by their clubs. The women's director will be appointed by the board annually.

Transition: With the transition to 2-year terms, at the 2020 AGM, the Vice-President, Treasurer and lowest vote getter for the two directors position shall be appointed for one year only.

Rationale: Need to have women's coordinator part of decision making process at board level. Alternative would be to assign existing board members these roles. Concern in that with these appointed, 7 board positions are appointed, one is inherited (past-president) and only 6 elected. Could have Junor coordinator in appointed role as well.

One year terms are too short; a greater degree of continuity is required, especially with the two term limit on positions. Half the elected board thus changes every year.

Transition to 2 year terms requires transition provision

8.2 No board member can hold the same position for more than two consecutive terms unless the position is uncontested in an election (does not apply to ~~club-appointed~~ directors).

8.3 For the purposes of appointing a Director to the Board a club is defined as follows:-

- A. A club that competed in the previous season's summer league
- B. A club that enters a team in the current summer league

A club that competed in the previous season but is not competing in the current season's summer league loses the right to supply a director to the board on the date of the first match of the summer league. New clubs have the right to appoint a director once the first instalment of league fees are paid.

By-law 9: Holding of Board of Directors Office

9.1 The Board of Directors shall hold office until the close of the meeting at which their successors have been duly elected. Any member of the Board of Directors may be removed by the members by a 2/3 majority vote of the members present at a Special General Meeting duly called for that purpose.

9.2 The past-president position remains in place for the duration of their successor's first term of office, in order to provide continuity. If their successor is re-elected, then this position remains vacant until a new president is elected.

Rationale: Past president position is designed to provide continuity; one term should be enough to do this. Past presidents should not remain on the board if current president is re-elected.

By-law 10: Voting at Board of Directors Meetings

A quorum of the Board of Directors shall consist of 50% plus 1 members of the Board of Directors, including the Chair. NOTE: Questions arising at any meeting of the Board of Directors shall be decided by a majority of votes. The meeting chair may vote only when the vote would change the result. Therefore the chair may vote to break a tie, and thus pass the motion, or to create a tie, and thus defeat a motion. A majority of the Board of Directors shall form a quorum

By-law 11: Board of Directors Vacancies

Casual vacancy occurring between any Annual General Meeting of the Association-, may be filled, until the next annual General Meeting, by a majority vote of the remaining members of the Board of Directors

By-law 12: Board of Directors Member Absenteeism

If a Board of Directors Member is absent for more than 3 consecutive scheduled Board of Directors meetings, without good cause and/or without prior notification to the President or Secretary, then that office may be declared vacant by a majority vote of the Board of Directors.

By-law 13: Role of President

The President shall act as Chair of all Board of Directors and general meetings. In his/her absence, the Vice-president will fill this duty.

By-law 14: Role of Treasurer

The Treasurer shall be responsible for the safe control of all Association funds, for preparing and submitting to the Board of Directors on a regular basis an annual budget and keeping such

records as are required for financial review. A financial reviewer may be appointed by the Board of Directors at the AGM. The Treasurer is also responsible for arranging for an unaudited annual financial statement. Any three individual members of the Board, one of which being the Treasurer, shall sign all cheques and legal documents. Two signatures are required on all cheques. On-line access to bank accounts must be provided to all signing officers on the account in order to verify electronic transactions.

Rationale: most transactions are done online now, so need checks and balances similar to 2 signature requirement

By-law 15: Role of Secretary

The Secretary shall deal with all correspondence subject to the approval of the President or his/her delegate, shall issue all notices for Board of Directors and general meetings, shall take minutes at all meetings, and shall be responsible for submitting to Cricket Canada such reports as are required.

By-law 16: Committees – President as ex-officio member

The President shall be an ex-officio member of all committees.

By-law 17: Committees – Appointment

The Board of Directors shall appoint standing ~~C~~committee Chairs whom shall look after duties assigned to them. All Committee Chairs must submit the names of their committee members to the Board of Directors for approval.

By-law 18: Committees: Eligibility to Serve

All Committee Chairs shall be of legal age (18 years) and be members in good standing of the Association .

By-law 19: Rules of Order

Rules of order for all meetings, General and Board of Directors, shall be as outlined in Roberts Rules of Order in all cases in which they are applicable .

ANNUAL GENERAL MEETING

By-law 20: Timing, Quorum, Special Meeting Request

An Annual General Meeting shall be held within 60 days of the close of the October 1st fiscal year. Other general meetings may be held from time to time upon the request of the Board of

Directors or upon written request of 30 per cent of Members. A quorum for an Annual General Meeting or Special Meeting shall be ~~15~~5 per cent of the eligible-voting members.

By-law 21: Written Notice

Written notice of all Annual General Meeting and Special Meetings shall be provided 15 days in advance to each eligible voting member. The notice shall include the time and place of the meeting, the agenda, full details of any proposed amendments to these By-laws, and a complete list of the candidates nominated for elections.

By-law 22: Voting on Election

Voting on elections shall be by secret ballot and a simple majority shall elect a candidate. Voting in elections shall be, if possible, be by electronic means provided that the system used enables the votes to be gathered in a manner that permits their subsequent verification, and permits the tallied votes to be presented to the Association without it being possible for the Association to identify how each member voted. If such a system is not available then the election shall be by secret ballot at the meeting. Voting on other matters may be by a show of hands by those present at the meeting

By-law 23: Eligibility to Vote

Voting for elections or on any matters shall be restricted to eligible members who are 18 years of age.

By-law 24: Order of Business

The order of business at an Annual General Meeting shall be as follows:

- Reading of the Notice of Meeting
- Quorum
- Approval of Agenda
- Minutes of the preceding General/Special meeting
- Confirmation of the actions taken by the Board of Directors
- Secretary's Report
- Treasurer's Report (Annual Financial Statement)
- Other Reports
- Election of Board of Directors (or confirmation of the results of an election held using electronic balloting)
- Amendments to the Constitution and By-laws
- Appointment of Financial Reviewers (as applicable)
- New Business

AMENDMENTS

By-law 25: Right to Submit, Process for Submitting

Any member of the Association, in good standing, may propose an amendment to the Constitution or by-laws of the Association. This proposal must be submitted in writing to the Association Board of Directors. The proposed amendment will be presented to the Annual General Meeting or Special Meetings. All amendments must be submitted at least 215 days before the respective meeting. No amendment to the Constitution or By-laws of the Association shall be accepted from the floor at any meeting.

Rationale: changed to match meeting notice

By-law 26: Interim Amendments

By-laws may be enacted or amended by a majority vote (50% plus 1) of the Board of Directors whenever required. Such by-laws or amendments must be presented at the next General Meeting for ratification by the members. If they fail to be ratified, they will cease to be effective and may not be re-enacted by the Board of Directors for one calendar year.

By-law 27: Voting of Amendments

Any amendment, to be accepted or ratified, must pass by a vote of 2/3 of those eligible to vote and present at an Annual General Meeting of the Association.

By-law 28: Effective Force of Amendments to By-laws

All amendments to the by-laws upon receiving approval of any general or special meeting of members and upon approval of the provincial government (if applicable) shall come into force immediately or on a date specified for same.

FUNDS

By-law 29

The Treasurer shall deposit all funds of the Association in such banks or other institutions as may be designated by the Board of Directors.

By-law 30

All disbursements of Association funds shall be by cheque or other auditable document.

By-law 31

A person designated by the Board of Directors ~~shall~~may make a review of the financial

transactions of the Club each year and the financial statements shall be made available to the membership of the Club.

Rationale: review optional, not mandatory

By-law 32: Dissolution

In the event that the Association ceases to exist, the net assets from liquidation shall go to Cricket Canada.

COMMITTEES

Terms of reference for each committee shall be approved by the Board of Directors.

By-law 33: Finance Committee/Chair

This committee shall be responsible for preparing the annual budget and supervising the finances including the presentation of an independently reviewed annual statement of revenues and expenditures to its members.

By-law 34: Nominating Committee

This committee is responsible for selecting at least a full slate of candidates for election to the Board of Directors and shall present such a slate to the Board of Directors no later than 215 days before an Annual Meeting in the year which an election is to be held. The nominating committee shall consist of a minimum of two members, one from the Board of Directors and one from the membership. Other nominations may be made by any member in good standing by a written submission to the nominating committee at least 3 days before the Annual Meeting. Each nominee must indicate acceptance in writing prior to the commencement of elections. Nominations from the floor at the Annual Meeting will not be accepted.

Rationale: changed to match meeting notice

By-law 35: Membership Committee/Chair

This committee is responsible for promoting and developing membership in the Association

By-law 36: Cricket Programs Committee/Chair

The committee shall coordinate and oversee cricketing activities of the organization including organizations of league play, provincial tournaments and selection of provincial teams. The committee will normally be chaired by the Vice-President

Rationale: gives VP formal role.