

SANDGATE-REDCLIFFE DISTRICT CRICKET CLUB INC.

CONSTITUTION

DATED: 20 November 1992

RULES OF

SANDGATE - REDCLIFFE DISTRICT CRICKET CLUB INC.

NAME

1. The name of the incorporated association shall be SANDGATE - REDCLIFFE DISTRICT CRICKET CLUB INC. (in these rules called "the Association").

COLOURS AND EMBLEM

2. The Association colours shall be blue and gold and an emblem embodying these colours or any of them together with any other colour which is deemed appropriate shall be adopted to a design approved by members at a general meeting provided that the club emblem for the time being shall be a gold shield with royal blue edging, having a thick royal blue line running diagonally from the right top corner to left bottom corner, and bearing the words:

SANDGATE
D.C.C.
REDCLIFFE

as depicted upon the graphic representation comprising the First Schedule.

OBJECTS

3. The objects for which the Association is established are to play, promote, foster and encourage the game of cricket, together with such other forms of sport as are approved

from time to time by the members in general meeting, and to improve and extend the premises and facilities of the Association for the benefit of members generally.

POWERS

4. The powers of the Association are:-

- (i) To take over the funds and other assets and the liabilities of the present unincorporated association known as Sandgate - Redcliffe District Cricket Club;
- (ii) To subscribe to, become a member of and co-operate with any other association, club or organisation, whether incorporated or not, whose objects are altogether or in part similar to those of the Association provided that the Association will not subscribe to or support with its funds any club, association or organisation which does not prohibit the distribution of its income and property among its members to an extent at least as great as that imposed upon the Association under or by virtue of Rule 37(x);
- (iii) In furtherance of the objects of the Association, to buy, sell and deal in all kinds of articles, commodities and provisions, both liquid and solid,

for the members of the Association or persons frequenting the premises of the Association;

- (iv) To purchase, take upon lease or in exchange, hire and otherwise acquire any lands, buildings, easements or property, both real and personal, and any rights or privileges which may be requisite for the purposes of, or capable of being used conveniently in connection with, any of the objects of the Association provided that, in case the Association takes or holds any property which may be subject to any trusts, the Association shall only deal with the same in such manner as is permitted by law having regard to such trusts;

- (v) To enter into any arrangements with any government or authority (which arrangements are incidental or conducive to the attainment of the objects and the exercise of the powers of the Association) to obtain from any such government or authority any rights, privileges and concessions which the Association may consider desirable, and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions;

- (vi) To appoint, employ, remove or suspend such managers, clerks, secretaries, servants, workmen and other persons as may be necessary or convenient

for the purposes of the Association;

- (vii) To remunerate any person or corporation for services rendered or to be rendered, and whether by way of brokerage or otherwise, in placing or assisting to place or guaranteeing the placing of any unsecured notes, debentures or other securities of the Association or in or about the Association or promotion of the Association or in the furtherance of its objects;
- (viii) To construct, improve, maintain, develop, work, manage, carry out, alter or control any houses, buildings, grounds, works or conveniences which may seem calculated directly or indirectly to advance the interests of the Association and to contribute to, subsidise or otherwise assist and take part in the construction, improvement, maintenance, development, working, management, carrying out, alteration or control thereof;
- (ix) To invest and deal with, in such manner as may be thought fit from time to time, the funds of the Association not immediately required;
- (x) To take or otherwise acquire and to hold shares, debentures or other securities in or of any company or body corporate;

- (xi) In furtherance of the objects of the Association to lend and advance money or to give credit to any person or body corporate, to guarantee and give guarantees or indemnities for the payment of money or the performance of contracts or obligations by any person or body corporate and otherwise to assist any person or body corporate;
- (xii) To borrow or raise money either alone or jointly with any other person or legal entity in such manner as may be considered proper and whether upon fluctuating advance account or overdraft or otherwise to represent or secure any moneys and further advances borrowed or to be borrowed alone or with others as aforesaid by notes secured or unsecured, debentures or debenture stock, perpetual or otherwise, or by mortgage, charge, lien or other security upon the whole or any part of the property or assets, present or future, of the Association, and to purchase, redeem or pay off any such securities;
- (xiii) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading and other negotiable or transferable instruments;
- (xiv) In furtherance of the objects of the Association to

sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Association;

- (xv) To take or hold mortgages, liens or charges to secure payment of the purchase price or any unpaid balance of the purchase price of any part of the property of the Association, of whatever kind, sold by the Association or any money due to the Association from purchasers and others;
- (xvi) To take any gift of property, whether subject to any special trust or not, for any one or more of the objects of the Association but subject always to the proviso in sub-rule (iv);
- (xvii) To take such steps, by personal or written appeals, public meetings or otherwise, as from time to time may be deemed expedient for the purpose of procuring contributions to the funds of the Association, in the nature of donations, annual subscriptions or otherwise;
- (xviii) To print and publish any newspaper, periodical, book or leaflet that the Association may consider desirable for the promotion of its objects;

- (xix) In furtherance of the objects of the Association to amalgamate with any one or more incorporated associations having objects altogether or in part similar to those of the Association and which will prohibit the distribution of its or their income and property among its or their members to an extent at least as great as that imposed upon the Association under or by virtue of Rule 37(x).
- (xx) In furtherance of the objects of the Association to purchase or otherwise acquire and undertake all or any part of the property, assets, liabilities and engagements of any one or more of the incorporated associations with which the Association is authorised to amalgamate;
- (xxi) In furtherance of the objects of the Association to transfer all or any part of the property, assets, liabilities and engagements of the Association to any one or more of the incorporated associations with which the Association is authorised to amalgamate;
- (xxii) To make donations for patriotic, charitable or community purposes;
- (xxiii) To transact any lawful business in aid of the Commonwealth of Australia in the prosecution of any

war in which the Commonwealth of Australia is engaged;

- (xxiv) To do all such other things as are incidental or conducive to the attainment of the objects and the exercise of the powers of the Association.

CLASSES OF MEMBERS

5.

- (i) The membership of the Association shall consist of:
- (a) Ordinary playing members;
 - (b) Ordinary non-playing members;
 - (c) Life members;
 - (d) Honorary members;
 - (e) Ground members.
- (ii) The number of ordinary playing members, ordinary non-playing members and all other classes of membership shall be unlimited.

MEMBERSHIP

6.

- (i) Every person who was, at the date of incorporation of the Association, a member of the unincorporated association shall be admitted to the same class of

membership of the Association as that member held in the unincorporated association.

(ii) Every application for membership of the Association shall be in writing, signed by the applicant, and shall be in such form as the Management Committee prescribes from time to time.

(iii) An ordinary playing member shall be a person granted membership for the purposes of:

(a) representing the Association in cricket or other fixtures, either on the playing field or as a coach or official; and

(b) otherwise enjoying the amenities of the Association,

and who has paid his full annual subscription for the time being.

(iv) An ordinary non-playing member shall be a person who supports the objects of the Association and who is granted membership to enable him to:

(a) manifest and further that support other than in the capacity of a player or a coach or official; and

- (b) enjoy the amenities of the Association,
- and who has paid his full annual subscription for the time being.
- (v) A life member shall be a person granted life membership of the unincorporated association or granted life membership in accordance with these rules.
- (vi) An honorary member shall be a person who, in the opinion of the Management Committee, is rendering or has rendered outstanding service to the Association or to the game of cricket generally. Honorary membership may be granted by the Management Committee for such period as the committee determines in any given case.
- (vii) A ground member shall be a person desiring access to the grounds and facilities of the Association for the purpose of enjoying the same, and who may be admitted by the Management Committee to membership of the Association to enable him to gain that access and enjoy the grounds and facilities at any time when those grounds and facilities are available to the other classes of member.

- (viii) All classes of membership, save and except honorary membership and ground membership, shall carry full entitlement to vote at any meetings of the Association.

LIFE MEMBERSHIP

7.

- (i) Upon the recommendation of the Management Committee, made to the Association at any annual general meeting, life membership may be conferred upon any person whom the Association considers to have rendered signal service to it and/or to the unincorporated association referred to in sub-rule 4(i).
- (ii) All nominations for life membership shall be submitted in writing to be received by the Secretary not later than four (4) weeks prior to the annual general meeting of the Association.
- (iii) A majority of three-quarters of those persons present at the annual general meeting, entitled to vote and voting shall be required for the election of a life member.
- (iv) Life members shall be exempt from liability to pay annual subscriptions to the Association.

SUBSCRIPTION FEES AND LEVIES

8.

- (i) The joining fees, annual subscription fees and annual playing fees payable to the Association by members shall be such sums as the Association in general meeting determines from time to time in respect of the whole or any portion of its membership and shall be payable at such time or times as the Management Committee determines. The Management Committee may allow the subscription of a member in his first year to be calculated on a pro rata basis if that member joins the Association after the date upon which subscriptions for the year in question fall due.
- (ii) The Association may, upon recommendation by the Management Committee, impose upon the members a special levy in addition to the joining fees, annual subscription fees and annual playing fees PROVIDED THAT no such levy shall be imposed unless the same is approved by a majority of three-quarters of those members present at a general meeting of the Association, entitled to vote and voting.

ADMISSION AND REJECTION OF MEMBERS

9.

- (i) Any person of sound mind, and of good character and reputation shall be eligible for membership of the Association.

- (ii) Without limiting the generality of sub-rule 6(ii), each application for membership shall be addressed in writing to the Secretary, shall state the full name, private address and telephone number of the applicant, and shall be accompanied by a Clearance (being a written certification from the cricket club, if any, of which the applicant was a member prior to seeking membership of the Association, that there are no subscription or other fees owing to that club by the applicant and that the applicant is not otherwise contractually bound to participate in cricket fixtures for that club). The Secretary shall submit each application to the Management Committee for acceptance or rejection.

- (iii) Any application for membership which receives a majority of the votes of members of the Management Committee present at the meeting at which such application is considered shall be approved and the applicant shall be accepted as a member of the Association of the class of membership applied for.

- (iv) Any application for membership of the Association may be rejected by the Management Committee which shall not be required to state any reasons therefor other than as may be required by the Association in general meeting.

- (v) Upon the acceptance or rejection of an application for membership of the Association, the Secretary shall give forthwith to the applicant notice in writing of such admission or rejection.

TERMINATION OF MEMBERSHIP

10.

- (i) A member may at any time, by notice in writing to the Secretary, retire from membership of the Association but any member retiring without having paid his subscription for the then current, or any previous, year shall remain liable for same. A person who has retired from membership of the Association and has not paid any subscription or levy due to the Association at the date of his retirement shall not be eligible to be readmitted as a member until such subscription or levy has been paid.

- (ii) If a member:-

- (a) fails to comply with any of the provisions of these rules; or
- (b) has membership fees or levies in arrears for a period of two (2) months or more; or
- (c) conducts himself in a manner considered by the Management Committee to be inimical or prejudicial to the reputation or interests of the Association,

the Management Committee shall consider whether or not his membership should be terminated.

- (iii) The member referred to in the preceding sub-rule 10(ii) shall be afforded a full and fair opportunity of presenting an explanation or argument against termination and if the Management Committee resolves to terminate his membership it shall instruct the Secretary to advise the member in writing. The termination shall be effective on and from passage of the resolution to terminate, and written advice of termination shall be given by certified mail service to the last address of the member known to the Secretary.

APPEALS AGAINST REJECTION OR TERMINATION OF MEMBERSHIP

11.

- (i) A person whose application for membership has been rejected or whose membership has been terminated may lodge with the Secretary, within seven (7) days of receiving written notice of such termination, notice in writing of his intention to appeal against the decision of the Management Committee.

- (ii) Upon receipt of written notice of intention to appeal against the rejection or termination of membership the Secretary shall convene, within one (1) month of the date of receipt of such notice, a general meeting to determine the appeal. At any such meeting the member shall be afforded the opportunity fully to present his argument on appeal. The appeal shall be determined by majority vote of the members present at such meeting, eligible to vote and voting.

- (iii) Where a person whose application for membership is rejected does not appeal against the decision of the Management Committee within the time prescribed by these rules, or appeals unsuccessfully, the Secretary shall refund forthwith the amount of any joining fee and/or subscription fee paid by that person in respect of his application.

OFFICE-BEARERS

12. The Association shall have the following office-bearers:-

- (i) President - who shall, subject to the provisions of any Standing Orders, chair all meetings of the Management Committee of the Association as well as all of the general meetings of the Association. The President shall attend to execution of the decisions of the Management Committee and shall generally ensure that members are properly accommodated and that these rules are fully adhered to by all members. The President shall be the most senior office-bearer in the Association;
- (ii) Vice-President - who shall assist the President in the execution of the latter's duties and shall ensure that due and proper attention is given to all outstanding management matters. In the absence of the President, those duties normally discharged by the President shall be discharged instead by the Vice-President;
- (iii) Secretary - who shall, subject to the ultimate powers of the President, attend to execution of the resolutions of the various meetings and shall:-
 - (a) Give notice of all meetings;

- (b) Conduct all correspondence and file all documents connected with the activities and business of the Association;

- (c) Prepare an agenda sheet for the business of each meeting and attend such meeting with all relevant books and papers. If unable to do so, the Secretary shall cause such books and papers to be conveyed to such meeting place. The Secretary also shall maintain a record of all matters relating to the operation and activities of the Association to be embodied in the President's report for submission to the annual general meeting of the Association;

- (d) Maintain a register of proposed members in which shall be entered the full name and address of each person proposed for membership together with the time and date upon which the proposal was received by the Secretary. Such list shall determine the order in which applications for membership are considered;

- (e) Maintain the register of members referred to in Rule 13.

Should the Secretary be absent or ill or neglect or refuse to carry out any duty required of him by

these rules or by the Management Committee then the Management Committee shall be empowered to terminate the appointment of the Secretary and invite applications from members of the Association to act in that position;

- (iv) Treasurer - who shall issue and maintain a record of the receipts and expenditures of the Association, and shall maintain regular and accurate books of account showing the financial position and affairs of the Association, and shall report the financial position of the Association in writing at each meeting of the Association and the Management Committee. The Treasurer also shall submit to each annual general meeting a statement of accounts for the preceding year, such accounts to be duly audited. Should the Treasurer be absent or ill, or should he neglect or refuse to discharge any of the duties required of him under these rules or by the Management Committee, the Management Committee may terminate his appointment as Treasurer and invite applications from the members of the Association to act in his stead. In conjunction with the Secretary, the Treasurer shall forward accounts for membership fees and any rents, levies or imposts as they fall due;

and no member shall be eligible to be elected as an office-

bearer unless that member has paid in full, at the time of his nomination for election, all fees, levies, imposts or other moneys owing by him to the Association.

REGISTER OF MEMBERS

13.

- (i) The Management Committee shall cause a register to be kept by the Secretary in which register shall be entered the names and residential addresses of all persons admitted to membership of the Association together with the dates of their admission.
- (ii) The register of members also shall be entered with particulars of deaths, resignations, terminations and re-instatements of membership together with any further particulars which the Management Committee or the members at any general meeting determine upon from time to time.
- (iii) The register of members shall be open for inspection, at all reasonable times, by any member who previously has applied to the Secretary for such inspection.

MEMBERSHIP OF MANAGEMENT COMMITTEE

14.

- (i) The Management Committee shall consist of the

President, the Secretary, the Treasurer, and four other members who shall be elected from time to time by the Association in general meeting. No member shall be eligible to be elected to the Management Committee unless that member has paid in full, at the time of his nomination for election, all fees, levies, imposts or other moneys owing by him to the Association.

(ii) At each annual general meeting of the Association all members of the Management Committee for the time being shall retire from office but shall be eligible upon nomination for re-election.

(iii) The election of members of the Management Committee shall take place in the following manner:-

(a) Any two members of the Association may nominate any other member to serve as an officer or other member of the Management Committee;

(b) The nomination shall be in writing and signed by the relevant member, his proposer and seconder, and shall be lodged with the Secretary at least seven (7) days prior to the annual general meeting at which the election is to take place.

- (c) Balloting lists shall be prepared (if necessary) containing the names of candidates in alphabetical order and each member present at the relevant meeting, and whose membership subscriptions in respect of the current year and all previous years have been fully paid, shall be entitled to vote by way of secret ballot for any number of such candidates not exceeding the number of vacancies.
15. Any member of the Management Committee may resign therefrom at any time by giving notice either orally or in writing to the Secretary but such resignation shall take effect at the time the notice is received by the Secretary unless a later date is specified and, if so, it will take effect on that later date.

OTHER COMMITTEES

16. The Association shall have, in addition to the Management Committee, such further or other committees as the Association may convene from time to time and any member of the Association whose subscription fees are fully paid shall be eligible for appointment to serve upon or render services to any number of committees and shall be elected in a like manner to that of members of the Management Committee. Any further or other committees shall be subject to the authority of the Management Committee in all respects.

VACANCIES ON MANAGEMENT COMMITTEE

17.

- (i) The Management Committee shall have power at any time to appoint any member of the Association to fill any casual vacancy on the Management Committee until the next annual general meeting of the Association.

- (ii) The continuing members of the Management Committee may act notwithstanding any casual vacancy on the Management Committee but if and so long as their number is reduced below the number fixed by or pursuant to these rules as the necessary quorum of the Management Committee the continuing member or members may act for the purpose of increasing the number of members of the Management Committee to that number or of convening a general meeting of the Association but for no other purpose.

FUNCTIONS OF THE MANAGEMENT COMMITTEE

18.

- (i) Save as otherwise provided in these rules and subject to any resolutions of the Association in general meeting, the Management Committee shall have:-

- (a) the general control and management of administration of the affairs, property and funds of the Association;
 - (b) authority to interpret the meaning of these rules and any matter relating to the activities of the Association on which these rules are silent.
- (ii) With the approval of the Association in general meeting the Management Committee may raise money by mortgage, debenture, or in such a manner as the general meeting may determine provided that:-
- (a) the amount together with any existing overdraft does not exceed ONE THOUSAND DOLLARS (\$1,000.00) and that if the amount is to exceed ONE THOUSAND DOLLARS (\$1,000.00), a special general meeting of the Association shall be convened for the purpose of directing the Management Committee in relation to the matter;
 - (b) no land or premises, whether of freehold or leasehold tenure, shall be purchased, sold or leased on behalf of the Association without the authority of not less than a majority of three-quarters of the members present,

entitled to vote and voting, at a general meeting and such meeting may authorise the Management Committee to enter into and execute on behalf of the Association any contract which may be necessary in relation to the matter.

- (iii) The Management Committee shall appoint from its members the delegates of the Association to the Queensland Cricket Association and to any other committee or body of which the Association or its members may be duly interested and whose meetings or activities such delegates may be entitled to attend.

MEETINGS OF MANAGEMENT COMMITTEE

19.

- (i) The Management Committee shall meet at least once in every two (2) calendar months or more frequently as may be determined by the committee.
- (ii) The quorum for a meeting of the Management Committee shall be a simple majority of a number equal to the number of members elected and/or appointed to the Management Committee for the time being.

- (iii) Determination of questions or matters arising at any meeting of the Management Committee shall be by a majority of votes and, in the event of an equality of votes, the matter or question shall be deemed resolved in the negative.

- (iv) The Secretary shall give to members of the Management Committee not fewer than fourteen (14) days notice of any special meeting of the Management Committee and such notice shall state clearly the nature of the business to be transacted at the special meeting.

- (v) A special meeting of the Management Committee shall be convened by the Secretary upon the requisition in writing signed by not less than one-third of the members of the Management Committee which requisition shall state clearly the reasons why such special meeting is being convened and the nature of the business to be transacted thereat.

- (vi) The President shall chair every meeting of the Management Committee or, if there is no President for the time being or if at any meeting the President is not present within ten (10) minutes after the time appointed for commencement of the meeting, the members may choose one of their number to chair the meeting.

- (vii) If a quorum is not present within one half-hour after the time appointed for the commencement of a Management Committee meeting then the meeting, if convened upon the requisition of members of the Management Committee, shall lapse. In any other case the meeting shall stand adjourned to be continued on the same day of the week next following the said meeting, at the same time and place or to such other day and at such other time and place as the Management Committee may determine, and if at the continued meeting a quorum is not present within one half-hour from the time appointed for commencement of the meeting then the meeting shall lapse.

20.

- (i) The Management Committee may delegate any of its powers to a sub-committee consisting of such members of the Association as the Management Committee determines. In the exercise of those powers delegated to it as aforesaid the sub-committee so formed shall comply with any regulations that may be imposed upon it by the Management Committee.
- (ii) A sub-committee may elect a chairman of its meetings. If no chairman is elected or if at any meeting the chairman is not present within ten (10)

minutes after the time appointed for commencement of the meeting then the members may choose one of their number to chair the meeting.

(iii) A sub-committee may meet and adjourn as it deems fit. Questions or matters arising at any meeting shall be determined by a majority of votes of the members present and, in the case of an equality of votes, the matter or question shall be deemed resolved in the negative.

21. All acts done by any meeting of the Management Committee or any sub-committee or by any person acting as a member of the Management Committee or of any sub-committee shall be, notwithstanding that at any future time there is proved some defect in the appointment of any such member of the Management Committee or the sub-committee or person acting as aforesaid or that the members of the Management Committee or any of them were disqualified, as valid as if every such person had been duly appointed and was qualified to be a member of the Management Committee.

22. A resolution in writing signed by all of the members of the Management Committee for the time being entitled to receive notice of a meeting of that committee shall be as valid and effectual as if it had been passed at a meeting of the committee duly convened and held. Any such resolution may consist of several documents in like form each signed by

one or more members of the Management Committee.

REMOVAL OF OFFICE-BEARERS

23.

- (i) Where any office-bearer or member of the Management Committee ceases to be a member of the Association or, being a member of the Management Committee, is absent from three (3) consecutive meetings of the Management Committee without having obtained leave, his office shall be declared vacant. If a member of the Management Committee is absent from a meeting of that committee or has, of necessity, to leave such meeting before the date of the next meeting of that committee has been determined, the Secretary shall advise that member of the date determined for that next meeting.
- (ii) Any office-bearer or member of the Management Committee may be removed from office by a resolution of a two-thirds majority of members of the Association present, entitled to vote and voting at a special general meeting convened for the purpose of considering such removal.
- (iii) Any office-bearer or member of the Management Committee or of the Association having in his possession any property or funds of the Association

shall, upon vacating office or being removed therefrom, hand over to the Secretary such property or funds.

GENERAL AND ANNUAL GENERAL MEETINGS

24. The first general meeting of the Association shall be held at such time, being not less than one (1) month or more than three (3) months, after the incorporation of the Association, at such place as the Management Committee may determine.

25.

(i) Each annual general meeting shall be held on or before the first Monday in August of each year.

(ii) At any general meeting of the Association the number of members required to constitute a quorum shall be fifteen (15).

(iii) The business to be transacted at every annual general meeting of the Association shall be:-

(a) reading notice of the annual general meeting;

(b) recording attendances and receiving apologies;

- (c) reading and confirming minutes of the previous annual general meeting;
- (d) delivery of the report of the Management Committee together with a statement of income and expenditure, assets and liabilities, and mortgages, charges and securities affecting the property of the Association for the preceding financial year;
- (e) delivery of the Treasurer's report upon the books and accounts of the Association for the preceding financial year;
- (f) receipt of the auditor's report upon the books and accounts of the Association for the preceding financial year;
- (g) election of members of the Management Committee and all other office-bearers for the coming year;
- (h) determination of the joining fees, annual subscription fees and annual playing fees in respect of the coming year;
- (i) transaction of any business of which due notice has been given;

(j) appointment of life members;

(k) general business;

(l) such other business as the meeting may deem fit.

26.

(i) The Secretary shall convene a special general meeting:-

(a) when directed so to do by the Management Committee; or

(b) upon a requisition in writing signed by not fewer than three (3) of the members for the time being of the Management Committee, or not fewer than ten (10) other members for the time being of the Association (not being honorary or ground members); and any such requisition shall state clearly the reasons for the special general meeting being convened and the nature of the business to be transacted thereat.

(ii) A special general meeting convened pursuant to any resolution or requisition as aforesaid shall be convened by the Secretary for such date within fourteen (14) days of the passage of such

resolution or the receipt of such requisition and at such time and place as is determined by the Management Committee.

- (iii) No business shall be determined at any special general meeting save that specified in the notice convening the meeting.

27.

- (i) No business shall be transacted at any general meeting unless a quorum of members is present at the time the meeting proceeds to business.
- (ii) If at any annual general meeting or special general meeting a quorum is not present at the time at which the meeting is scheduled to commence or within one half-hour afterwards, the meeting shall be adjourned to be continued on the same day of the following week and at the same time of day, and if a quorum is not present at the scheduled time of commencement of the continued meeting then the meeting shall be adjourned to a date to be fixed by the Management Committee within one (1) month thereafter provided that the requisite notice of such adjourned meeting shall be given by the Secretary to each member of the Association.
- (iii) The Chairman may, with the consent of any meeting

at which a quorum is present (and shall, if so directed by the meeting), adjourn the meeting to be continued at such time and such place as the meeting determines provided that no business shall be transacted at any continued meeting other than the business left unfinished at the meeting which was adjourned. In the case of an original meeting, when the meeting is adjourned for thirty (30) days or more, the Secretary shall give to each member of the Association notice of the adjourned meeting. Save as aforesaid it shall not be necessary for notice to be given of any adjournment or of the business to be transacted at the continued meeting.

28. Unless otherwise provided by these rules, at an annual general meeting or a special general meeting:-

- (i) The President shall preside as Chairman and if there is no President or, if the President is not present within fifteen (15) minutes after the time appointed for commencement of the meeting or is unwilling to act, the Vice-President shall be the Chairman or, if the Vice-President is not present or is unwilling to act, the members shall elect one of their number to be Chairman of the meeting;
- (ii) The Chairman shall maintain order and conduct the meeting in a proper and orderly manner;

- (iii) Unless these rules otherwise specifically require or enable, every question, matter or resolution shall be decided by a majority of votes of the members present, entitled to vote and voting;
- (iv) Voting shall be by show of hands or a division of members unless not fewer than one-fifth of the members present demand a ballot, in which case there shall be a secret ballot. The Chairman shall appoint two members of the Association to conduct the secret ballot, and the result of the secret ballot as declared by the Chairman shall be deemed to be the resolution of the meeting at which the ballot was demanded;
- (v) A member shall vote in person, and on a show of hands every person present who is a member and is entitled to vote shall have one vote, and in a secret ballot every member present in person and entitled to vote shall have one vote. In the event of an equality of votes the matter or question in issue shall be referred to the Chairman who shall possess a casting but not a deliberative vote;
- (vi) Voting by proxy or by attorney, and absentee voting, shall not be permitted;
- (vii) The Secretary shall cause full and accurate minutes

of all questions, matters, resolutions and other proceedings of every Management Committee meeting and general meeting to be entered in a book to be open for inspection at all reasonable times by any financial member who previously applies to the Secretary for that inspection. For the purposes of ensuring accuracy in the recording of such minutes, the minutes of every Management Committee meeting shall be signed by the Chairman of that meeting or the Chairman of the next succeeding Management Committee meeting verifying their accuracy. Similarly, the minutes of every general meeting shall be signed by the Chairman of that meeting or the Chairman of the next succeeding general meeting: Provided that the minutes of any annual general meeting shall be signed by the Chairman of that meeting or the Chairman of the next succeeding general meeting or annual general meeting.

29.

- (i) The Secretary shall convene all general meetings of the Association by giving not fewer than fourteen (14) days notice of any such meeting to the members of the Association.

- (ii) The manner by which such notice shall be given shall be determined by the Management Committee provided that notice of any meeting convened for

the purpose of hearing and determining the appeal of a member against the rejection or termination of his membership by the Membership Committee shall be given in writing. Notice of a general meeting shall state clearly the nature of the business to be transacted thereat.

STANDING ORDERS FOR CONDUCT OF MEETINGS

30. The Association in general meeting may determine from time to time standing orders, not inconsistent with any provision of these rules, regulating the conduct of meetings of the Management Committee and of the Association. The Standing Orders for the time being shall be those comprising the Second Schedule.

BY-LAWS

31. The Management Committee may, from time to time, make, amend or repeal by-laws, not inconsistent with these rules, for the internal management of the Association, and any by-laws may be set aside by a general meeting of members.
32. Subject to the provisions of the Associations Incorporation Act 1981 (as amended), these rules may be amended, rescinded or added to from time to time by special resolution carried at any general meeting: Provided that no such amendment, rescission or addition shall be valid

unless the same has been previously submitted to and approved by the Director-General, Department of Justice, Brisbane.

INSURANCE

33. The Management Committee shall insure all of the assets of the Association against loss or damage by fire, wind, storm, tempest, fusion, explosion or concussion therefrom, vehicle accident, acts of malicious persons and such other risks as the Management Committee deems prudent. The Association shall be in no way responsible or liable for any loss or damage occurring to the property of any member on the Association premises or during any Association activities. The Management Committee also shall procure public risk insurance of such amount as the Management Committee deems prudent from time to time in respect of the property of the Association for the purpose of protecting the Association, its office-bearers and members generally from any liability to members of the public for injury sustained upon or about any property of the Association provided that neither the Association nor its office-bearers or members of any of its committees shall be liable to indemnify any of its members against any loss or liability sustained upon or about the property of the Association.

MATCH PARTICIPATION RULES

34. Cricket matches in which teams fielded by the Association participate shall be played under the rules from time to time formulated or approved by the Australian Cricket Board and/or the Queensland Cricket Association provided that where any rule of the Queensland Cricket Association is inconsistent with any rule of the Australian Cricket Board, the rule of the former shall be deemed to apply.

AFFILIATION

35. The Association shall affiliate with the Queensland Cricket Association and may affiliate with such other body or bodies as are or may be established with similar objects to those of the Association.

COMMON SEAL

36. The Management Committee shall provide for a common seal and for its safe custody. The common seal shall be used only by authority of the Management Committee and every instrument to which the seal is affixed shall be signed by a member of the Management Committee and shall be countersigned by the President or the Secretary or by a second member of the Management Committee or by some other person appointed by the Management Committee for the purpose.

FUNDS AND ACCOUNTS

37.

- (i) The funds of the Association shall be banked in the name of the Association in such bank (carrying on business pursuant to or under the authority of any statute of the Commonwealth or Queensland Parliaments governing banking) as the Management Committee may direct from time to time.
- (ii) Proper books of account shall be kept and maintained either in written or printed form in the English language showing correctly the financial affairs of the Association and the particulars usually shown and depicted in books of a like nature.
- (iii) All moneys shall be banked as soon as is practical after receipt thereof.
- (iv) All amounts of \$20.00 and over shall be paid by cheque, signed by any two of the President, the Secretary, the Treasurer or other member authorised from time to time by the Management Committee.
- (v) Cheques shall be crossed "not negotiable - account payee only" except those in payment of wages, allowances or petty cash recoupments which cheques may be open.

- (vi) The Management Committee shall determine the amount of petty cash to be kept on the imprest system.
- (vii) All expenditure shall be approved or ratified at any general meeting.
- (viii) As soon as is practical after the end of each financial year the Treasurer shall cause to be prepared a statement containing particulars of:-
 - (a) the income and expenditure for the financial year just ended; and
 - (b) the assets and liabilities and of all mortgages, charges and securities affecting the property of the Association at the close of that year.
- (ix) All such statements shall be examined by an Auditor who shall present his report upon such audit to the Secretary prior to the holding of the annual general meeting next following the financial year in respect of which such audit was conducted. The Auditor shall be appointed each year by the Management Committee.
- (x) The income and property of the Association whencesoever derived shall be used and applied

solely in the promotion of its objects and in the exercise of its powers as set forth herein and no portion thereof shall be distributed, paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to or among the members of the Association provided that nothing herein contained shall prevent the payment in good faith to any member in respect of moneys advanced by him/her to the Association or otherwise owing by the Association to him/her or of remuneration to any officers or servants of the Association or to any members of the Association or other persons in return for any services actually rendered to the Association provided further that nothing herein contained shall be construed so as to prevent the payment or repayment to any members for out-of-pocket expenses, moneys lent, reasonable and proper charges for goods hired by the Association or reasonable and proper rent for premises demised or let to the Association.

DOCUMENTS

38. The Management Committee shall provide for the safe custody of books, documents, instruments of title and securities of the Association.

FINANCIAL YEAR

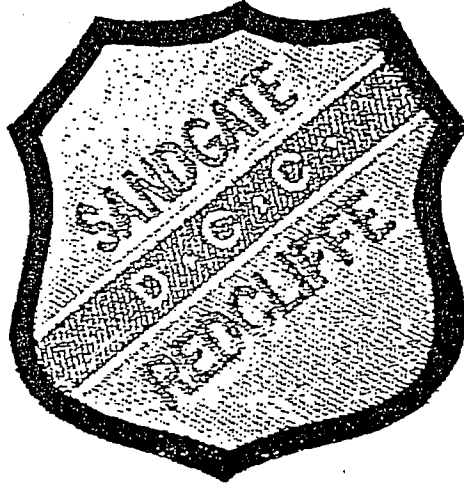
39. The financial year of the Association shall close on the thirtieth day of April each year.

DISTRIBUTION OF SURPLUS ASSETS

40. If the Association is wound up in accordance with the provisions of the Associations Incorporation Act, 1981 (as amended) and there remains, after payment and satisfaction of all of the debts and liabilities of the Association, any property of the Association whatsoever, the same shall not be paid to or distributed among the members of the Association but shall be given or transferred to some other institution or institutions having objects similar to the objects of the Association prohibiting the distribution of its or their income and property among its or their members to an extent at least as great as is imposed upon the Association under and by virtue of Rule 37(x), such institution or institutions to be determined by the members of the Association in general meeting.

FIRST SCHEDULE

(Emblem)



SECOND SCHEDULE

(Standing Orders)

All proceedings at meetings of the Association and of the Management Committee shall be governed by the Rules of the Association and the following Standing Orders:

1. A member desiring to speak shall first address the Chairman. If two or more members rise at the same time, the Chairman shall determine the order of speakers.
2. Any member speaking shall at once resume his seat if the Chairman rises to speak, or if any point of order is raised, and shall not resume his speech until the Chairman shall resume his seat or the point of order has been decided.
3. All motions shall be duly proposed and seconded before being discussed. No motion which has been duly proposed and seconded shall be withdrawn without leave of the meeting.
4. When a motion has been proposed and seconded, any member may propose an amendment thereto which amendment shall not be discussed until it is seconded.
5. If an amendment is carried, the question as thereby amended shall be the question before the meeting whereupon any other amendment upon it may be moved.

6. A motion of which due notice in writing has been given may be amended at any time during the debate thereon by -
 - (i) Striking out certain words;
 - (ii) By adding certain words;
 - (iii) Striking out certain words and inserting others in their place: provided the sense of the motion is not altered.
7. Any member who wishes to propose a further amendment to the motion shall have power to foreshadow such further amendment before the amendment first mentioned has been put to the vote.
8. The mover of an original motion shall be allowed seven (7) minutes to introduce it and five (5) minutes to reply. No other member shall be allowed to speak for more than five (5) minutes at any one time. An extension of time may be granted to any speaker by a majority of the members present.
9. A Member shall be allowed to speak to a motion only once, but may rise to a point of order or to correct a misstatement. However no second speech shall be allowed except when speaking to an amendment.
10. A member who uses the words "I second the motion" or "I second the amendment", as the case may be, shall not be

deemed to have spoken to the question before the Chair, and may exercise his right to speak at a later stage, provided always that he is not the third consecutive speaker on the one side. For general purposes of debate, however, he shall be deemed the second speaker in the affirmative.

11. When a motion has been duly proposed and seconded the Chairman shall proceed to take the votes in accordance with the provisions of the Rules of the Association, unless some member rises to oppose it or to propose an amendment.
12. At any stage upon the discussion of a motion any member who has not spoken to the motion may move "that the question be put without further discussion", and on that last-mentioned motion being carried the Chairman shall immediately put the motion first mentioned.
13. No notice of motion on the agenda shall be proceeded upon in the absence of the proposer.
14. A member may at any meeting give notice of motion for a future meeting by reading such notice to the meeting and handing a copy thereof to the Chairman.
15. A motion for the adjournment of the meeting may be proposed at any time during a meeting, and shall be at once put to the meeting by the Chairman, provided that no motion for adjournment shall be proposed or seconded by those who have

- spoken on the motion before the meeting or who have proposed or seconded an amendment thereto or who have spoken on an amendment which is under consideration.
16. When a motion for the adjournment of the meeting has been carried, the business then undisposed of shall have precedence in its order at the next meeting.
 17. Any member wishing to rescind a motion which has been previously passed by the meeting must give notice of motion that at the next meeting he will move that such a resolution be rescinded.
 18. No member shall speak to any question after it has been put by the Chairman, nor during a vote, except to a point of order.
 19. A member shall not be allowed to vote on any show of hands if he was not present when the question was first put; and that member shall not be allowed to enter the room while the relevant vote is being taken.
 20. If any member at any meeting uses objectionable words or is guilty of disorderly conduct or wilfully obstructs the business of the meeting, he shall be required by the Chairman to withdraw any offensive remarks and to apologise to the meeting. If he refuses to meet the Chairman's requirements, a motion may be moved that he be suspended for a period at the pleasure of the meeting.

21. Any point of order which is raised shall be decided upon by the Chairman, whose decision shall be final unless his ruling is disagreed with by a simple majority of members present and entitled to vote.

22. When a motion "that the Chairman's ruling be disagreed with" is moved and seconded, the Chairman shall forthwith leave the Chair and the debate on the original question before the Chair shall be suspended. Another Chairman shall be appointed by the meeting, and the motion "that the Chairman's ruling be disagreed with" shall be discussed and decided, after which the former Chairman shall resume the Chair, and the debate on the original question shall be proceeded with as if the same had not been suspended.

23. The business at Management Committee meetings shall be conducted in the following order as far as is applicable:
 - (i) Confirmation of the minutes of the previous meeting;
 - (ii) Business arising out of minutes and from previous meetings;
 - (iii) Consideration of correspondence;
 - (iv) Consideration of reports by sub-committees and representatives;
 - (v) Consideration of financial statements and accounts;
 - (vi) Transaction of any business of which notice has been given;
 - (vii) General business.

24. The proceedings of any sub-committees appointed by the Management Committee shall be guided by these standing orders as far as they are applicable.

DATED this twenty-seventh day of July, 1992.

I hereby certify that this is a true and correct copy of the rules adopted by the members of the incorporated association.



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Secretary

20 / 11 / 1992

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Date