

HILLHEAD CRICKET CLUB

CONSTITUTION

H I L L H E A D



CRICKET CLUB

1904 - 2004

CONSTITUTION OF HILLHEAD CRICKET CLUB

1.0 NAME OF THE CLUB

The Club shall be called “Hillhead Cricket Club” (The Club”).

2.0 STRUCTURAL LOCATION OF THE CLUB

2.1 The Club shall operate as an independent Section of its parent body, the Hillhead High School War Memorial Trust Ltd (“The Trust”).

3.0 OBJECTS OF THE CLUB

The objects of the Club shall be:

- 3.1 To promote the playing and coaching of cricket at both senior and junior levels;
- 3.2 To provide for the Members of the Club (including their guests and visitors), playing and clubhouse facilities, and to supply them with the services and facilities conducive or incidental to the Club in an efficient and cost effective manner having appropriate regard to the standards, traditions and ethos of the Club;
- 3.3 To develop and further enhance the reputation of the Club;
- 3.4 To operate as a non-profit making body dedicated to the supply of cricket and cricket related services.
- 3.5 Membership of appropriate leagues and unions for the purpose of establishing regular competitive play for the Club’s representative teams.
- 3.6 Promoting and maintaining the highest standards of technical competence and safety in cricket.
- 3.7 Upholding the rules and laws of cricket.
- 3.8 Providing equal opportunities for successful participation by all sections of the community.
- 3.9 To encourage social intercourse among its members and with other members of the Trust.
- 3.10 The Club shall be affiliated to Cricket Scotland

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4.0 DEFINITIONS and INTERPRETATION

4.1 In this Constitution, the following expressions shall have the following meanings:

- “Meeting” means an Annual General Meeting or an Extraordinary General Meeting.
- “Annual General Meeting” means the meeting of the Members convened and held as the Annual General Meeting of the Club pursuant to Clause 7.1
- “Extraordinary General Meeting” means a meeting of the Members of the Club convened pursuant to Clause 7.2.
- “Committee Meeting” means any meeting of the elected Executive Committee convened as held pursuant to Clauses 6.4
- “Club” means Hillhead Cricket Club as governed by this Constitution
- “The Constitution” means the constitution of Hillhead Cricket Club as set out herein.
- “The Executive Committee” means the executive body of the Club which is constituted pursuant to Clause 6.1.
- “Member” means an Ordinary Member, or a category thereof as the context requires of Hillhead Cricket Club.
- “Standing Orders” means the standing operating procedures, described in writing as Standing Orders, as determined, revised and updated by the Committee from time to time.

4.2 Any resolution voted upon by Members shall be decided by a simple majority of the Members entitled to be present and to vote at a Meeting who are present in person or are represented by proxy in terms of Clauses 7.5 and 7.6, unless expressly stated to the contrary.

4.3 Any matter voted upon by the Executive Committee shall be decided by a simple majority of the Members of the Executive Committee present at their meeting.

4.4 Any reference to a Clause is a reference to a Clause of this Constitution.

4.5 Any period of notice specified for the holding of a Meeting shall exclude the day on which such notice is issued and the day on which the Meeting to which it refers is to be held.

5.0 MEMBERSHIP

5.1 *Admission to Membership*

Membership of the Club shall be open to all the community without discrimination.

Admission to and regulation of membership shall be at the discretion of the Trust and Executive Committee, subject to the provisions of the remainders of the Clause 5.

5.2 *Membership*

All Members are subject to the Constitution of the Club and the regulations of the National Governing Body (Cricket Scotland).

Members will fall into three categories:-

- (1) Adult/Student Playing (aged 18 or over)
- (2) Adult Non Playing
- (3) Junior Playing (aged under 18)

5.3 *Membership Entitlements*

All Members shall be entitled to attend at any Annual General Meeting or Extraordinary General Meeting. Only category (1) & (2) members will be allowed to vote at any such meeting and be eligible for election to any office of the Club. Any category of member can be co opted to any Sub Committee at the discretion of the Executive Committee.

5.4 *Admission Procedure*

Any person desiring to be admitted to the membership of the Club shall make an application to the Trust. Membership of the Club is open to all applicants from the community, regardless of gender, age, race, culture, nationality, ethnicity, religious belief, disability, sexual orientation, political affiliation or socio-economic status. Subject to the above, the Committee may approve or reject individual applications for membership for just cause, at their discretion. No application for membership will be refused on other than reasonable grounds. All applications for membership shall be accompanied by the appropriate annual membership fee, which shall be payable on demand. Membership rights attach only to Members of the Club. Any member who fails to pay their fees by the date required shall forfeit their right to representation on the management committee and at general meetings, and shall be suspended from taking part in any event under the control of the Club until such fees are paid.

The Club operates an Equity Policy (revised October 2015) available to all

existing members and prospective new members.

- 5.5 A person whose application for membership of the club is rejected by the Executive Committee may appeal such a decision by notifying the Trust for consideration under their procedures.

5.6 *Resignation from Membership*

Any Member wishing to resign from membership will do so by intimating such resignation to the Secretary in writing. Failure to do this shall result in the Member incurring any obligations of membership (of the Club and Trust) until such time as the Executive Committee and Trust recognises the resignation.

5.7 *Disciplinary Action / Suspension*

The Executive Committee shall have power to take disciplinary action against or suspend (for such period as may be appropriate in the circumstances) any Member whose conduct appears, in the opinion of the Executive Committee, to endanger the reputation, character or interests of good order of the Club as detailed in the Code of Conduct (revised 2015) or who (whether knowingly or not) acts in breach of defiance of this Constitution, but only after having given the Member (if the Member so desires) an opportunity to make representations to the Executive Committee in such form as the Executive Committee may determine from time to time. Disciplinary action may take the form of a written warning but where the conduct in question does not merit suspension. If any Member is suspended pursuant of this Clause, that Member will automatically forfeit all rights and privileges of all membership of the Club during the period of suspension but will continue to be subject to the obligations of membership of the Club as imposed by this Constitution. Reinstatement of a suspended Member shall only take place on the expiry of the period of suspension or written notice of the Executive Committee to the suspended Member lifting the suspension.

The decision of the Executive Committee may be appealed to the Trust for consideration under their rules.

5.7 *Expulsion*

The Executive Committee shall have power to expel a Member on the same terms as are applicable to suspension in Clause 5.6 above, save only that the rights, privileges and obligations of that Member will cease upon expulsion.

6.0 MANAGEMENT

6.1 *The Executive Committee*

The Executive Committee shall be elected by the Members of the Club at the AGM and shall consist of:

- A President
- Club Captain
- A Club Secretary
- A Treasurer
- A Junior Convener
- One other elected member

The Executive Committee shall appoint Sub-Committees as and where necessary for the efficient operation of the Club.

The Executive Committee may co-opt from time to time other Office Bearers at their sole discretion.

The Executive Committee will be empowered to appoint from time to time a person or persons who shall be designated “Honorary President(s)”. The Honorary President(s) shall be deemed to be a member of the Executive Committee.

6.2 *Election*

All Members of the Executive Committee shall be elected at an Annual General Meeting. If a vote is necessary, it will require to be passed by a majority of Members voting in person or by proxy and the results declared immediately thereafter. In the event of an equality of votes, the Chair of the Meeting will have an additional casting vote.

6.3 *Election of Chair*

All meetings of the Executive Committee and all Annual General Meetings and Extraordinary General Meetings shall be chaired by the President, whom failing the Secretary, whom failing a representative elected by the Meeting.

6.4 *Executive Committee Meetings*

The Executive Committee shall hold meetings periodically during the course of the year in order to ensure the proper discharge of its functions and responsibilities under this Constitution. Each member of the Executive Committee, including the Chair will have one vote at any meetings. In the event of an equality of votes, the Chair of the Meeting shall have an additional casting vote.

6.5 *Conflict of Interest*

Any Member of the Executive Committee who has, or may have, any direct or indirect interest in any contract, proposed contract or other matter relating to the Club's affairs must declare the nature of that interest and will not take part in any consideration or discussion of, or vote on, any question relating to that contract or matter.

6.6 *Powers of Executive Committee*

The Executive Committee shall be responsible for the management of the Club and shall have all powers necessary for the full and efficient conduct of the affairs of the Club and the furtherance of the objects of the Club. The powers and authority of the Executive Committee for that purpose will include the power to:

- Make, revoke and amend such Standing Orders as it deems appropriate in order to advise Members and other users of the Club's facilities of the matters which effect, inter alia, the procedures governing the application for membership, the use of the Club's facilities, the conduct of Members using the Club's facilities, the regulation of visitors and guests of Members and the rules and procedures governing training and playing facilities. Standing Orders made or amended by the Executive Committee will be deemed to have been sufficiently intimated to the Members by being made available for inspection in the clubhouse (or by any other means deemed suitable by the Executive Committee) and will be binding on Members, their guests and visitors to the Club unless and until superseded, amended or revoked by the Executive Committee. In the event of a conflict between the provisions of this Constitution and the terms of the Standing Orders, the provisions of this Constitution will prevail.
- Make arrangements for the staffing of the Club including the appointment of a Club Coach and such other appointments as the Executive Committee deems necessary from time to time.
- Delegate such of its powers and authorities as it deems appropriate by the appointment of such individuals and/or sub-committees as it deems necessary, but subject to the Executive Committee properly supervising the exercise of the powers and authorities so delegated.
- Insure the Club in conjunction with the Trust, its property and assets as the Executive Committee shall consider prudent and necessary.
- Accept any gift of money or property for any one or more of the objects of the Club.
- Borrow or raise money for the furtherance of the objects of the Club on

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such terms as the Executive Committee may think fit, subject to the prior approval of the Members at a duly convened Annual General Meeting or Extraordinary General Meeting, except in the case of short term borrowings for working capital purposes, which the Executive Committee shall have the power to incur on behalf of the Club.

- Carry out all actions and functions as are in the opinion of the Executive Committee necessary, or incidental or conducive to the attainment of the objects of the Club.

6.8 *Books and Accounts*

The Executive Committee shall ensure that proper books of accounts and records are kept to show the financial affairs and intromissions of the Club, that the books and accounts of the Club are appropriately audited and copies of the Annual Report and Accounts of the Club are available to every Member.

7.0 GENERAL AND EXTRAORDINARY MEETINGS

7.1 *Annual General Meeting*

An Annual General Meeting of the Club shall take place in each calendar year and shall normally be held during the month of October. Notice of the meeting shall be given to Members at least 21 days before the date of the meeting. Any proposed alteration to the Constitution or motion for the meetings consideration must be received by the Secretary not later than 14 days prior to the Annual General Meeting, such amendments or motions must be notified to members not less than 7 days prior to the meeting.

The business of the meeting shall include:

- The presentation of the audited accounts of the Club as approved by the Executive Committee.
- The election of Office Bearers.
- A summary report of the Clubs cricket performances in the preceding season.
- Any other competent business relating to the affairs of the Club.
- Each Member shall have one vote and all votes shall be determined by a simple majority. In the event of a tied vote, the Chair may exercise a casting vote.
- The quorum shall be one quarter of those eligible to vote.

7.2 *Extraordinary General Meetings*

The Committee shall have power to call an Extraordinary General Meeting at any time.

An Extraordinary General Meeting may also be called on a requisition of not less than 50% of Members and stating in full the business to be transacted thereat. In the event of failure by the Executive Committee to call such a meeting within 21 days of receipt of such requisition, the requisitioning Members may, within a further 14 days, call the meeting themselves by giving 21 days notice to the Members. Such requisitioning Members will be afforded appropriate access to Members contact details for this purpose. It will not be competent to call within 12 months a Members Extraordinary Meeting dealing with the same business (or which in the opinion of the Executive Committee, is similar to) raised at a previous Members Extraordinary General Meeting.

7.3 *Notice*

All Annual General Meetings or Extraordinary General Meetings of the Club shall be called by electronic means (or written circular) or by other means deemed appropriate by the Executive Committee, to the last known address of each Member entitled to attend and vote at such Meetings, giving at least 21 days notice of the meeting and setting out in full the text of any resolutions proposed to be passed at the meetings.

The accidental omissions to give notice to, or the non-receipt of a notice by, any person entitled to receive notice of an Annual General Meeting or an Extraordinary General Meeting shall not invalidate the proceedings of that meeting (or any adjournment thereof) and any resolutions passed thereat.

7.4 *Quorum*

The quorum for an Annual General Meetings and Extraordinary General Meetings shall be 25% of Members entitled to attend and vote thereat.

7.5 *Voting at Meetings*

Each paid up Member as defined in Clause 5.3 shall have one vote which may be exercised in person or by proxy. The Chair shall have one vote in their capacity as a Member and, in cases of equality, an additional casting vote. The holder of a proxy on behalf of a Member will be entitled to exercise the vote of the proxy's appointer, but if the proxy's appointer is present at the meeting, the vote of the proxy will not be counted. Any Member represented by a proxy shall be deemed to be present in person at a meeting and will count towards the quorum for that meeting.

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7.6 *Form of Proxy*

The instrument appointing a proxy shall be in writing and in such form as the Executive Committee may specify and shall be signed by the appointer or the appointer's representative duly authorised in writing. The proxy need not be a Member of the Club. The instrument appointing a proxy shall be deposited with the Club Secretary not less than 48 hours before the time for holding the Meeting.

7.7 *Amendment of Resolutions*

It shall not be competent for any Member to table any amendment to a resolution at the meeting at which it is considered, subject to correction of any typographical or clerical error which does not alter the substance of the resolution concerned.

8.0 MEMBERSHIP FEES AND SUBSCRIPTIONS

8.1 Membership fees and subscriptions are payable to the Trust. The level of subscriptions shall be determined from time to time by the Trust. The Executive Committee shall have power to levy fees and subscriptions on the Members of the Club, on such terms and conditions as the Executive Committee deems fit.

9.0 COMPLIANCE WITH CONSTITUTION AND STANDING ORDERS

9.1 Each new Member shall be made aware of this Constitution and Standing Orders of the Club (copy of which shall be made available at the request of any Member), and thereby submit to the restrictions and obligations imposed by this Constitution and the Standing Orders (including any modifications or extensions thereto or re-enactments thereof). Each Member shall be bound by the Constitution and the Standing Orders of the Club. Subject thereto, each Member shall be entitled to enjoy the rights and privileges of Members of the Club. A Member will not be relieved from the effect of this Constitution and the Standing Orders by claiming that the Member has not been provided with a copy. The acts or omissions of any guest of a Member shall be treated as an act or omission of that Member for the purposes of this Constitution and the Standing Orders.

10.0 ALTERATION TO CONSTITUTION

10.1 Alterations to this Constitution may be made only at an Annual General Meeting or Extraordinary General Meeting of the Club. The circular calling such meeting shall state the text of the proposed alteration in full. No provision of the Constitution may be repealed or altered and no new provision may be introduced, except by a two thirds majority of the Members present in person or represented by proxy in terms of Clause 7.7 at such a duly convened Meeting.

11.0 NOTICES

Any notice of a meeting required to be given shall be given by electronic means (or written circular as deemed appropriate by the Executive Committee) to the Member concerned at such an address as last notified to the Club. Each Member shall be responsible for ensuring that the Club is informed of changes of address without undue delay.

12.0 COMPLAINTS

Complaints regarding the management of the Club must be made in writing to the Club Secretary or to the Executive Committee.

13.0 MINUTES

The Club Secretary shall insert in a Minute Book the proceedings of All Meetings of the Club and of the Executive Committee.

14.0 DISSOLUTION

If upon the winding up or dissolution of the Club there remains after the satisfaction of all the Club's debts and liabilities any property whatsoever, the same shall be given or transferred to some other organisation or organisations having objects (that is, aims and activities) similar to the objects of the Club, such organisation or organisations to be approved sporting or charitable purposes, complying with the appropriate Community Amateur Sports Club legislation and as determined by the Members of the Club by resolution passed at a General meeting at or before the time of the dissolution *and in so far as effect cannot be given to such provision then to some charitable objects.*

No surpluses or assets shall be distributed to members or third parties.

This is the current constitution of Hillhead Cricket Club as adopted by the Club at an Extraordinary General Meeting on 18th August 2008 and subsequently amended at the Club AGM held in November 2016.