

# Victoria and District Cricket Association (VDCA)

## Bylaws updated September 14, 2016

### *Part 1 – Interpretation*

1. The definitions in the Society Act on the date these Bylaws become effective apply to these Bylaws.
2. Words importing the singular include the plural and vice versa; and words importing a person of any gender include a person of any other gender or a club.

### *Part 2 – Membership*

3. The following shall be eligible for membership of the Association:
  - (a) Any cricket club based within the area of the Association's activities;
  - (b) Any person residing within the area of the Association's activities;
  - (c) Any person who purchases a life membership in the Association; or
  - (d) Any person on whom the Association would confer Honorary Life Membership.Membership shall be affirmed on payment in advance of the applicable subscription hereinafter prescribed, and submission of such registration details as required under the Act.
4. Every member shall uphold the constitution and comply with these bylaws.
5. Any individual member in good standing shall be eligible for election to office.
6. A club or person shall cease to be a member of the Association:
  - (a) by delivering his resignation in writing to the secretary of the Association or by mailing or delivering it to the address of the Association;
  - (b) on his death or, in the case of a club, on dissolution;
  - (c) on being expelled; or
  - (d) on having been a member not in good standing for twelve (12) consecutive months.
7.
  - (1) A member may be expelled by a special resolution of the members passed at a general meeting.
  - (2) The notice of special resolution shall be accompanied by a brief statement of the reason or reasons for the proposed expulsion;
  - (3) The member who is the subject of the proposed expulsion shall be given an opportunity to be heard at the general meeting before the special resolution is put to the vote.
8. All members are in good standing except a member who has failed to pay his current annual membership fee or any other subscription or debt due and owing by him to the Association, and he is not in good standing so long as the debt remains unpaid. No person being a member of a club which is not in good standing shall have any voice or vote at any general meeting, nor shall any individual member have a vote at any general meeting who is one year in arrears in payment of his subscription.
9. The annual subscription for membership for (a) a club and (b) a person, shall be determined by a majority vote at each Annual General Meeting, and be payable not later than the fifteenth day of June. If such subscription is not paid by that date, then the Committee shall be permitted to advise the delinquent member that it is no longer an Association member

10. The suggested minimum donation to apply for a life membership in the Association shall be determined by a majority vote at each Annual General Meeting, and shall be subject to review from year to year.

### *Part 3 - Meetings of Members*

11. General meetings of the society shall be held at the time and place, in accordance with the Society Act, that the Executive Committee decide.
12. Every general meeting, other than an annual general meeting, is an extraordinary general meeting.
13. The Executive Committee may, when they see fit, convene an extraordinary general meeting. An extraordinary general meeting may in addition be convened upon deposit with the Secretary of a written requisition stating the purpose thereof and signed by a member cricket league or cricket club or by three (3) members of the Executive Committee in good standing.
14. (1) Notice of a general meeting shall specify the place, day and hour of meeting and, in case of special business, the general nature of that business;  
(2) Notice shall be given in writing by the Secretary to the individual members under Bylaw 3(b-d) herein, and to the respective secretaries of each member cricket club, in the case of an annual general meeting not less than twenty one (21) days prior and, in the case of an extraordinary general meeting, not less than fourteen (14) days prior to the date of the meeting in respect of which such notice is given. It shall be the duty of the respective secretaries to give reasonable notice of all general meetings to their clubs or individual members as the case may be.
15. (1) The Annual General Meeting shall be held in the Province on the third Wednesday of the month of October in each year.  
(2) Each fiscal year of the Association shall end on the 30th day of each September.

### *Part 4 - Proceedings at General Meetings*

16. (1) No business other than the election of a chairman and the adjournment or termination of the meeting shall be conducted at a general meeting at a time when a quorum is not present.  
(2) If at any time during a general meeting there ceases to be a quorum present, business then in progress shall be suspended until there is a quorum present or until the meeting is adjourned or terminated.  
(3) A quorum is twenty (20) members in good standing and entitled to vote present.
17. If, within half an hour after the time appointed for any general meeting, a quorum is not present, that meeting, if convened on the requisition of members, shall be terminated; but in any other case it shall stand adjourned to a day and place to be fixed by those present, and if at the adjourned meeting a quorum is not present within 30 minutes from the time appointed for the meeting, the members present shall constitute a quorum.
18. No debate shall be permitted save on a motion regularly moved and seconded.
19. In the case of an equality of votes the chairman shall not have a casting or second vote in addition to the vote to which he may be entitled as a member and the proposed resolution shall not pass.
20. (1) An individual member in good standing shall be entitled to one vote at a meeting of members;  
(2) Voting shall be by show of hands or secret ballot;  
(3) Voting by proxy is not permitted.

*Part 5 - Directors and Officers*

21. (1) The management of the Association shall be vested in an Executive Committee elected annually at the Annual General Meeting or at an Extraordinary General Meeting (under Bylaw 13 herein);

(2) The following members of the Executive Committee shall be elected:

- (i) The President
- (ii) The first Vice-President
- (iii) The second Vice-President
- (iv) The Secretary
- (v) The Treasurer.

At the Annual General Meeting of the Association to be held in October 2016 and subsequent applicable Annual General Meetings hereof, the offices of President, second Vice-President and Treasurer shall be elected to a two year term of office. At the Annual General Meeting of the Association to be held in October 2017 and subsequent applicable Annual General Meetings hereof, the offices of first Vice-President and Secretary shall be elected to a two year term of office;

(3) At each Annual General Meeting, the Association's representative on the Board of Directors of Cricket BC shall also be elected and act as a member of the Executive Committee;

(4) Each member club and league shall appoint a representative who shall act on the Executive Committee, and complete the same;

(5) In addition to the foregoing, the members of the Association at any general meeting shall elect, if deemed applicable, an Honorary Patron, and / or such Honorary Vice Presidents and / or such Honorary Life Members who in the opinion of the members of the Association merit such an office.

22. The Society shall appoint at each Annual General Meeting a Trustee or Trustees who shall serve without remuneration and who shall hold and invest the monies received by the Society in payment for Life Memberships, and the income arising therefrom.

23. (1) The elected members of the Executive Committee shall retire from office at the applicable Annual General Meeting at which their successors shall be elected;

(2) Nominations in writing for each applicable election at an Annual General Meeting shall be received by the Secretary of the Association, at least twenty one (21) days before the date of such meeting for such nominations to be valid. Such nominations are acceptable from any member of the Association in good standing. Such nominations shall have the prior approval in writing of the applicable nominee. Nominations for election, other than the process outlined in this Bylaw 23(2), shall only be acceptable at an Annual General Meeting if no nomination has been received for that applicable election;

(3) Separate elections shall be held for each office held;

(4) An election shall be by acclamation; otherwise voting for an election shall be by secret ballot.

24. The committee may at any time and from time to time appoint a member to fill a vacancy on the Committee.

25. No member of the Committee shall be remunerated for being or acting as such, but shall be reimbursed for all expenses necessarily and reasonably incurred while engaged in the affairs of the society.

### *Part 6 - Proceedings of the Executive Committee*

26. The Executive Committee shall meet from time to time, members being given not less than three days' notice except in exceptional circumstances. Six members personally present shall constitute a quorum.
27. The member clubs and leagues shall furnish the Association with the name and address of their representative (and of his alternative) in writing so that notices shall be properly served when Committee meetings are called. The representative (or his alternative) appointed by the member clubs or leagues shall be deemed to be the accredited official of the club or league until the Association has been advised, in writing, to the contrary.
28. At Executive Committee meetings, the President, the Vice Presidents, the Secretary, and the Treasurer, in their capacity as such; and the Association's representative on the Board of Directors of Cricket BC; and the representatives of each member club and league shall each have one vote. In the case of equality of votes, the Chairman shall not have a casting or second vote and, accordingly, any such motion shall be deemed not to have passed.

### *Part 7 - Duties of Officers*

29. (1) The president shall preside at all meetings of the society and of the Committee.  
(2) In addition it shall be his duty to act as ex-officio member to all committees and to endeavour to promote harmonious development of the aims and objects of the Association.  
(3) The president is the chief executive officer of the society and shall supervise the other officers in the execution of their duties.
30. The first vice-president, and in the event of his absence the second vice-president, shall carry out the duties of the president during his absence.
31. The secretary shall:
  - (a) conduct the correspondence of the society;
  - (b) issue notice of meetings of the society and directors;
  - (c) keep minutes of all meetings of the society and directors;
  - (d) have custody of all records and documents of the society except those which are required to be kept by the Treasurer;
  - (e) maintain the register of members.
32. The treasurer shall:
  - (a) keep the financial records, including books of account, necessary to comply with the Society Act; and
  - (b) render financial statements to the Committee, members and others when required.
33. In the absence of the secretary from a meeting the committee shall appoint another person to act as secretary at the meeting.

### *Part 8 - Finance*

34. In addition to income from subscriptions and membership fees, the funds of the Association shall be provided further by way of public subscription, Inter-City Matches, Tournaments, and the proceeds of any matches, other than those conducted by Member Clubs, arranged by the Association with visiting teams, or of a special nature, and by means of any enterprise organized in the interests of the Association.
35. The funds of the Association may be used for any purpose which, in the estimation of the Committee, is for the advantage of cricket; this shall include such purposes as the control of a central ground for the Association headquarters by purchase, lease, or rental, or the providing of funds for special matches, entertainment of visiting teams, or other such purposes.

36. (a) All appropriations, and all operating expenses and amounts allotted to committees must first be approved at a meeting of the Executive Committee.
- (b) All expenditures shall be made by cheque signed by the president, the first vice-president, the secretary and the treasurer, or by any two (2) of the said four (4) directors.
37. The Officers of the Association shall not borrow or raise or secure the payment of any monies on behalf of the Association save pursuant to the provisions of the Society Act and with the sanction of a special resolution of the members at a general meeting.

*Part 9 - Life Membership Fund*

38. The Trustee(s) shall account to the Committee as required, and shall turn over to the Treasurer when directed by the Committee, the net income from the monies held by the Trustee(s).
39. The Society or the Committee may at any time vote to transfer monies from the general funds of the Society to the Trustee(s).
40. The capital fund in the hands of the Trustee(s) shall not be transferred or lent to the Association. In the event of the dissolution of the Association other than by reason of change of name, the capital fund and accumulated interest in the hands of the Trustee(s) shall be disposed of in accordance with Item 5 of the Constitution.

*Part 10 – Bylaws*

41. (1) These Bylaws shall not be altered or added to except by special motion at a general meeting of the Association and such motion shall only be deemed accepted with a minimum of seventy five (75) per cent in favour of the members present at such general meeting and eligible to vote;
- (2) Any proposed motion to amend these Bylaws shall be filed with the Secretary of the Association, at least thirty (30) days prior to the date of such general meeting to consider these proposed motions.
- (3) A copy of any proposed motion to amend the Bylaws shall be sent by the Secretary of the Association to each of the members, together with notice for the meeting at which such motion(s) shall be proposed.