

DATE: 30 JULY 2023



Western Cricket Zone

CONSTITUTION

Western Cricket Zone Constitution

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NAME

The name of the Association is Western Cricket Zone Incorporated.

STATEMENT OF OBJECTS

The objects of Western Cricket Zone Incorporated are, subject to being a Country Cricket Zone approved by the Board of Directors of the New South Wales Cricket Association:

1. To organise, conduct and manage cricket competitions that may be required by the Western Cricket Zone.
2. To make, approve and enforce rules for the conduct of such cricket competitions.
3. To prepare and approve programs of matches for such cricket competitions and to allocate venues at which such matches are to be played each year.
4. To have supervision of cricket organisations operating within the Western Cricket Zone.
5. To select, manage and prepare cricket teams to represent the Association in competitions organised by the New South Wales Country Cricket Association and the New South Wales Cricket Association.

PART I - PRELIMINARY

1. INTERPRETATION

1.1 Definitions

In these Rules, unless the subject matter or context otherwise indicates or requires:

Association means Western Cricket Zone Incorporated;

Affiliate means a Cricket Council as determined by the NSW Cricket Board from time to time to be an Affiliate of the Western Cricket Zone;

By-Laws means the By-Laws of the New South Wales Cricket Association made by the NSW Cricket Board as amended from time to time;

Carnival means a representative carnival conducted by the Association;

Carnival Referee means the person or persons appointed by the Committee of Management;

Chairman means the Chairman of the Association;

Code of Conduct means the Code of Conduct contained in the By-Laws;

Code of Conduct Commissioner and **Commissioner**, means the person appointed by the Committee of Management to perform the role of Code of Conduct Commissioner for the Association;

Committee and **Committee of Management** means the Committee of Management of the Association;

Committee Member means a member of the Committee;

Country Committee of Management means the Committee of Management of the New South Wales Country Cricket Association;

Cricket Council means Central West Cricket Council, Lachlan Cricket Council and Macquarie Valley Cricket Council from time to time;

Delegate Member means a Delegate Member of the Association;

Deputy Chairman means the Deputy Chairman of the Association;

Honorary Member means any person so nominated by the Committee from time to time, and includes players, coaches and managers of teams that participate in representative competitions under the control of the Association.

Judiciary Committee means the Judiciary Committee of the Association;

Judiciary Committee member means a member of the Judiciary Committee;

Life Member means a Life Member of the Association as elected in accordance with Rule 4;

Member means a Member of the Association;

NSW Cricket Board means the Board of Directors of the New South Wales Cricket Association;

Office-Bearer means an Office-Bearer of the Association;

Prescribed Penalty Schedule means the list of Prescribed Penalties approved by the Committee of Management with respect to breaches of the Code of Conduct;

Person Reported means a person who has been the subject of a report alleging a breach of the Code of Conduct;

Public Officer means the Public Officer of the Association;

Register of Members means the Register of Members of the Association;

Rules means these Rules as amended from time to time;

Seal means the common seal of the Association;

Selection Committee means the Selection Committee of the Association;

Selection Committee member means a member of the Selection Committee;

the Act means the *Associations Incorporation Act 2009*;

the Regulations means the regulations made in accordance with the provisions of the Act;

Zone Administrator means any person appointed or employed to perform the duties of the Zone Administrator of the Association.

1.2 Construction

In these Rules, unless the subject matter or context otherwise indicates or requires:

- (a) words (including defined expressions) importing the singular number only shall include the plural and vice versa;
- (b) words (including defined expressions) importing any gender shall include other genders;
- (c) words (including defined expressions) importing persons shall include corporations and bodies politic;
- (d) expressions referring to writing shall, unless the contrary intention appears, be construed as including references to printing, lithography, photography and other modes of representing or reproducing words in a tangible and permanently visible form and includes telegram, telex, facsimile transmission and electronic mail;
- (e) a reference to a statute, ordinance, code or other law includes regulations and other statutory instruments under it and consolidations, amendments, re-enactments or replacements of any of them (whether of the same or any other legislative authority having jurisdiction);
- (f) references to business days means days other than Saturdays, Sundays and public holidays;
- (g) references to days and related terms shall not be construed as referring only to business days but shall be construed to include Saturdays, Sundays and public holidays;
- (h) a reference to a week and related terms means a period of seven (7) days commencing on any day of the week;
- (i) a reference to a month and related terms means a period commencing on any day of a calendar month and ending on the day before the corresponding day in the next succeeding calendar month but if a corresponding day does not occur in the next succeeding calendar month the period shall end on the last day of the next succeeding calendar month;

- (j) a reference to a function includes a reference to a power, authority or duty; and
- (k) a reference to the exercise of a function includes, where the function is a duty, a reference to the performance of the duty.

1.3 Headings

Headings do not affect the interpretation of these Rules.

PART II - MEMBERSHIP

2. MEMBERSHIP

2.1 Membership of the Association

The Members are:

- (a) the Delegate Members; and
- (b) the Life Members; and
- (c) the Honorary Members (who shall not have voting rights).

2.2 Commencement of membership

A person shall become a Member upon becoming;

- (a) a Delegate Member; or
- (b) a Life Member; or
- (c) an Honorary Member.

2.3 Cessation of membership

A person shall cease to be a Member upon:

- (a) ceasing to be a Delegate Member or a Life Member; or
- (b) being expelled as a Member pursuant to the provisions of Rule 7; or
- (c) the Zone Administrator advising that the person is no longer an Honorary Member.

3. DELEGATE MEMBERS

3.1 Delegate Members

The Delegate Members are:

- (a) 4 members from each Cricket Council affiliated with the Association;
- (b) 1 member representing women's cricket within the Association;
- (c) 1 member representing cricket coaches within the Association;
- (d) 1 member representing cricket umpires within the Association.

3.2 Election of Delegate Members

The Delegate Members representing an Affiliate shall be elected annually by that Affiliate.

3.3 Person commencing to be a Delegate Member

A person shall commence to be a Delegate Member upon receipt by the Zone Administrator of written notice of the person's election from the secretary or other authorised person of the Affiliate that elected that person as its representative.

3.4 Person ceasing to be a Delegate Member

A person shall cease to be a Delegate Member:

- (a) upon:
 - (i) the body which that Delegate represents ceasing to be a Cricket Council;
 - (ii) being removed or replaced as its representative by the Affiliate which elected that Delegate Member and written notice of that removal or replacement signed by the secretary or other authorised person of the relevant Affiliate being delivered to the Zone Administrator; or
 - (iii) resigning by notice in writing delivered to the secretary or other authorised person of the Affiliate which elected that Delegate Member and written notice of that resignation signed by the secretary or other authorised person of the relevant Affiliate being delivered to the Zone Administrator; or
- (b) if the person:
 - (i) dies; or
 - (ii) becomes of unsound mind or a person whose person or estate is liable to be dealt with in any way under the law relating to mental health.

3.5 Election of new Delegate Members

In the event of a person ceasing to be a Delegate Member, other than by virtue of being replaced, the Affiliate that elected the Delegate Member shall, as soon as possible, nominate another person to act as a Delegate Member.

4. LIFE MEMBERS

4.1 Life Member to be nominated by the Committee

A candidate for election as a Life Member shall be nominated in writing by the Committee.

4.2 Nomination to be at the Committee's discretion

The nomination of a person for election as a Life Member is a matter within the sole discretion of the Committee having regard to whether the candidate has, in the opinion of the Committee, rendered exceptional or outstanding service to the Association.

4.3 Election of Life Members

A person shall only become a Life Member upon being elected as a Life Member by a resolution carried by a three-quarters majority of Members who are present in person or by proxy and are entitled to vote and do vote at a general meeting of the Association.

4.4 Notice of meeting to elect Life Member

No election of a Life Member shall be valid unless 21 days' notice of the meeting and of the resolution to elect the Life Member, has been given to the Members.

4.5 Request by Members

Any Member may request the Committee by written notice delivered to the Zone Administrator to exercise its discretion to nominate a person for election as a Life Member. The Committee is obliged to consider such a request but is not obliged to nominate the relevant person.

4.6 Rights of Life Members

A Life Member shall not:

- (a) take part in the proceedings of any meeting of the Association except by leave of the meeting; or
- (b) be entitled to receive notice of any meeting of the Association other than the annual general meeting; or
- (c) be entitled to vote on any matter at a meeting of the Association, unless the Life Member is a Delegate Member.

4.7 Cessation of Life Membership

A person shall cease to be a Life Member if:

- (a) that person dies;
- (b) that person resigns as a Life Member; or
- (c) the Association resolves by a special resolution in general meeting to remove that person as a Life Member and the Life Member was given an opportunity to address that general meeting prior to the resolution being passed.

4.8 Resignation of Life Member

A Life Member may resign as a Life Member by notice in writing delivered to the Zone Administrator. The resignation shall be effective upon receipt by the Zone Administrator of that notice.

5. REGISTER OF MEMBERS

- (a) The Zone Administrator shall establish and maintain a Register of Members, whether in written or electronic form.
- (b) The Zone Administrator shall enter in the Register of Members:
 - (i) the full name and postal, residential or email address of each Member;

- (ii) the date on which the Member became a Member;
 - (iii) the date on which the Member ceased to be a Member;
 - (iv) the class of membership - that is, whether the Member is a Delegate Member, a Life Member or an Honorary Member; and
 - (v) in the case of Delegate Members - the name of the Affiliate or other Body represented by the Delegate Member.
- (c) The Register for Members shall not be used for any other purpose.
- (d) The Register of Members shall be kept at the Association's official address.
- (e) The Register of Members shall be kept open for inspection, free of charge, by any Member at any reasonable hour.

6. FINANCIAL LIABILITY OF MEMBERS

6.1 No liability to pay fees and subscriptions

A Member shall not be required to pay to the Association any fee on becoming a Member, nor shall any Member be liable to pay an annual subscription to the Association.

6.2 Member's liabilities

The liability of a Member to contribute towards the payment of the debts and liabilities of the Association or the costs, charges and expenses of the winding up of the Association is limited to an amount of \$1. Every person who becomes a Member is deemed to have undertaken to pay an amount of \$1, if so required, in the event that the Association is wound up while that person is a Member or within a period of one year after that person ceases to be a Member.

7. DISCIPLINING, SUSPENSION AND EXPULSION OF MEMBERS

7.1 Powers of the Committee

- (a) If any Member:
- (i) refuses or neglects to comply with a provision of these Rules;
 - (ii) acts in a manner which is unbecoming of a Member;
 - (iii) acts in a manner which is prejudicial to the interests of the Association; or
 - (iv) neglects to comply with a lawful requirement or direction of the Association or the Committee,

the Committee shall have the power to:

- (v) censure the Member;
- (vi) impose a fine on the Member;
- (vii) suspend the Member from membership of the Association for a specified period;
- (viii) expel the Member from membership of the Association; and

- (ix) if the Member is expelled - disqualify the Member from being readmitted as a Member for a specified period.

(b) The above power may only be exercised in accordance with the provisions of this Rule 7.

7.2 Committee to cause notice to be served on Member

If the Committee considers that a Member may have acted in a manner referred to in Rule 7.1 and is considering passing a resolution to take action of the kind referred to in Rule 7.1 against the Member then the Committee shall cause a notice to be served on the Member. The notice shall:

- (a) specify the alleged conduct that the Committee considers that the Member may have engaged in;
- (b) specify the proposed resolution to be passed at a meeting of the Committee;
- (c) specify the date, place and time of the meeting at which it is proposed to pass the above resolution; and
- (d) inform the Member that the Member may do either or both of the following:
 - (i) attend the meeting and address the Committee at that meeting;
 - (ii) submit to the Committee either at or prior to the meeting written representations relating to the proposed resolution.

7.3 Date of Committee meeting

The meeting at which the Committee is to consider the above resolution shall be held at the date, place and time specified in the notice previously forwarded to the Member. The meeting shall be held not earlier than 14 days and not later than 28 days after service of the notice on the Member.

7.4 Procedure at Committee meeting

At the meeting of the Committee at which the resolution is to be considered:

- (a) the Committee shall:
 - (i) give to the Member an opportunity to make oral representations to the Committee at that meeting;
 - (ii) give due consideration to any written representations submitted to the Committee by the Member at or prior to the meeting; and
 - (iii) by resolution:
 - (A) vote in favour of the resolution;
 - (B) vote against the resolution; or
 - (C) vote in favour of an amended resolution so long as the penalty imposed pursuant to the amended resolution is less severe than the penalty contained in the original resolution contained in the notice previously forwarded to the Member; and
- (b) the Member shall have no right to legal representation.

7.5 Committee resolution

- (a) The Zone Administrator shall within 7 days of the passing of the resolution by the Committee forward written notice to the Member informing the Member of the content of the resolution which was passed and of the Member's right of appeal to the Country Committee of Management.
- (b) If the Member who is the subject of a Committee resolution does not exercise the Member's right of appeal to the Country Committee of Management within the period during which such right is exercisable, then the Committee resolution takes effect upon the expiration of that period.

7.6 Right of appeal to the Country Committee of Management

A Member who is the subject of a Committee resolution may appeal to the Country Committee of Management against that resolution within 7 days after notice of the resolution is served on the Member by lodging a written notice to that effect with the Secretary of the NSW Country Cricket Association.

7.7 Country Committee of Management resolution

- (a) The Zone Administrator shall within 7 days of the passing of a resolution by the Country Committee of Management forward written notice to the Member stating the terms of that resolution.
- (b) If the Member does exercise the Member's right of appeal to the Country Committee of Management within the period during which such right is exercisable, then the Committee's resolution shall remain in full effect until the decision of the Country Committee of Management is received by the Zone Administrator.

7.8 Member may elect to proceed directly to the Country Committee of Management

Notwithstanding the provisions of Rules 7.2 to 7.7, a Member may by written notice to the Zone Administrator at least 24 hours before the time for holding the Committee meeting at which the resolution is to be considered, elect to have the question dealt with by Country Committee of Management. Upon receiving such a notice, the Zone Administrator shall advise the Secretary of the NSW Country Cricket Association in writing.

7.9 Right of appeal to the NSW Cricket Board

A Member, who is the subject of a resolution of the Country Committee of Management may appeal to the NSW Cricket Board against that resolution within 7 days after notice of the resolution is served on the Member by lodging a written notice to that effect with the Secretary of the New South Wales Cricket Association or at its registered office.

7.10 NSW Cricket Board decision

If the Member exercises the Member's right of appeal to the NSW Cricket Board within the period during which such right is exercisable, then the resolution of the Committee and the Country Committee of Management shall remain in full effect but the decision of the NSW Cricket Board takes effect at the conclusion of the meeting at which it is passed.

7.11 No further right of appeal

The decision of the NSW Cricket Board shall be final, and the Member shall have no further right of appeal to any other body or court other than on a point of law.

8. DISPUTES BETWEEN MEMBERS

Disputes between Members (in their capacity as Members) and disputes between Members and the Association are to be referred to a person appointed by the Secretary of the New South Wales Country Cricket Association for mediation.

PART III - THE COMMITTEE

9. MEMBERSHIP OF THE COMMITTEE

9.1 Establishment of the Committee

There shall be a Committee which shall be called the Committee of Management of the Association.

9.2 Composition of the Committee

- (a) The Committee shall comprise of:
 - (i) The Office-Bearers; and
 - (ii) Three (3) ordinary committee members.
- (b) The total number of the Committee shall be five.
- (c) Each Affiliate shall be entitled to have a minimum of one representative on the Committee.

9.3 Person ceasing to be a Committee Member

A person shall cease to be a Committee Member upon:

- (a) the person ceasing to be a Member in the terms of Rule 9.16(a);
- (b) resigning by notice in writing delivered to the Zone Administrator; or
- (c) if the person:
 - (i) dies;
 - (ii) becomes of unsound mind or a person whose person or estate is liable to be dealt with in any way under the law relating to mental health; or
 - (iii) is absent without the leave of the Committee from 2 consecutive meetings of the Committee.

9.4 Office-Bearers

The Office-Bearers are:

- (a) the Chairman of the Association; and

- (b) the Deputy Chairman of the Association.

9.5 Committee Members to be elected at the annual general meeting

- (a) Subject to the provisions of Rule 9.11, the Office-Bearers and ordinary committee members shall be elected by a ballot of the Members at the annual general meeting.
- (b) There is no maximum number of consecutive terms for which a Committee Member may hold office.

9.6 Period during which Committee Members hold office

Subject to the provisions of Rules 9.15 and 9.16, the Committee Members who are elected at the annual general meeting shall hold office from the end of that meeting until the end of the next annual general meeting.

9.7 Notice seeking candidates for election as Committee Members

At least 21 days prior to the date of the annual general meeting the Zone Administrator shall forward written notice to:

- (a) each Member; and
- (b) the secretary of each Affiliate,

advising them of the forthcoming election of Office-Bearers and ordinary committee members and of the opportunity to nominate candidates for election to such positions.

9.8 Nominations of candidates for election as Committee Members

All nominations of candidates for election as Office-Bearers and ordinary committee members shall be:

- (a) made in writing;
- (b) signed by:
 - (i) 2 Delegate Members; or
 - (ii) 2 office-bearers of the Affiliate which the nominee represents; or
 - (iii) one Member and one office-bearer of the Affiliate which the nominee represents; and
- (c)
 - (i) signed by the candidate to indicate the candidate's consent to the nomination; or
 - (ii) accompanied by the written consent of the candidate; and
- (d) delivered to the Zone Administrator at least 24 hours before the date of the annual general meeting.

9.9 Eligibility of candidates for election as Committee Members

- (a) Candidates for election as Office-Bearers or ordinary committee members shall be Delegate Members.
- (b) Retiring Committee Members may be candidates for re-election.

- (c) A person may be a candidate for election to more than one Office-Bearer position but may not be elected to more than one position. Upon being elected to a position the candidate shall be ineligible to be elected to a further position.

9.10 Only one nomination for Office-Bearer position

- (a) If there is only one nomination for a particular Office-Bearer position, then the candidate shall be declared to be elected at the annual general meeting.
- (b) If there are three or less nominations for the ordinary committee member positions, then the candidate shall be declared to be elected at the annual general meeting.

9.11 No nomination for Office-Bearer position

- (a) If there are no nominations for a particular Office-Bearer position, then nominations of Delegate Members present at the annual general meeting may be orally received from Members present at the annual general meeting.
- (b) If insufficient nominations have been received to fill all ordinary committee member vacancies, further nominations are to be received from Members present at the annual general meeting.
- (c) If there are no nominations received, the Committee may appoint a person or persons to fill the remaining vacancy or vacancies.

9.12 Number of candidates exceeds vacancies

If the number of candidates nominated exceeds the number required to be elected to a particular Office-Bearer or ordinary committee member position, then a ballot shall be held.

9.13 Election of Office-Bearers and ordinary committee members

The ballot for the election of Office-Bearers and ordinary committee members shall be conducted at the annual general meeting in such usual and proper manner as the Chairman may direct.

9.14 Casual vacancies

- (a) In the event of a casual vacancy occurring in the membership of the Committee, the Committee may appoint a Member of the Association to fill the vacancy and the Member so appointed is to hold office, subject to this constitution, until the conclusion of the annual general meeting next following the date of appointment.
- (b) A casual vacancy in the office of a member of the Committee occurs if the member:
 - (i) dies;
 - (ii) ceases to be a Delegate Member;
 - (iii) becomes bankrupt or makes any arrangement or composition with the Office-Bearer's creditors generally;
 - (iv) resigns;
 - (v) is removed from office;
 - (vi) becomes of unsound mind or a person whose person or estate is liable to be dealt with in any way under the law relating to mental health; or

- (vii) is absent without the consent of the Committee from 2 consecutive meetings of the Committee.

9.15 Resignation of Committee Member

A Committee Member may resign by notice in writing delivered to the Zone Administrator and shall cease to be a Committee Member upon receipt by the Zone Administrator of that notice.

9.16 Removal of Committee Member

- (a) The Association in general meeting may, by ordinary resolution of which special notice has been given, remove any Committee Member from office before the expiration of the term of office and shall ensure that another person is nominated to hold office until the expiration of the term of office of the Committee Member so removed.
- (b) Where a Committee Member to whom a proposed resolution referred to in paragraph (a) of this Rule relates makes representations in writing to the Zone Administrator or Chairman (not exceeding a reasonable length) and requests that the representations be notified to the Members, the Zone Administrator or the Chairman may send a copy of the representations to each Member, or if they are not so sent, the Committee Member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

10. POWERS OF THE COMMITTEE

10.1 General powers

Subject to the Act, the Regulations and these Rules and to any resolution passed by the Association in general meeting, the Committee:

- (a) shall control and manage the affairs of the Association;
- (b) may exercise all such functions as may be exercised by the Association other than those functions that are required by these Rules to be exercised by a general meeting of Members;
- (c) has power to perform all such acts and do all such things as appear to the Committee to be necessary or desirable for the proper management of the affairs of the Association;
- (d) shall prepare rules each year for the conduct of such cricket competitions as the Association may require;
- (e) shall prepare programs each year of matches to be played in such cricket competitions as the Association may require;
- (f) shall appoint the chairman and other members of the Selection Committee;
- (g) shall prepare a budget of the expenditure of the Association for the ensuing year;
- (h) has the power to impose affiliation fees on Affiliates as it deems necessary to facilitate the conduct of the Association's affairs;
- (i) shall determine the number of persons to be appointed as Judiciary Committee members and shall appoint the Judiciary Committee members and the chairman of the Judiciary Committee;
- (j) shall appoint a Code of Conduct Commissioner; and

- (k) shall appoint a Carnival Referee, where required.

10.2 Power to determine appeals

- (a) Without limiting the effect of Rule 10.1, the Committee has power to hear and determine an appeal from a decision of an Affiliate or a committee of an Affiliate whether or not the constitution of the Affiliate provides for such appeals to be made, subject to payment of the prescribed fee.
- (b) A right of appeal shall exist from the decision of the Committee to;
 - (i) the Country Committee of Management if the person wishing to appeal lodges an appeal with the Secretary of the New South Wales Country Cricket Association within 7 days of the date on which the Committee hands down its decision, and
 - (ii) the NSW Cricket Board in accordance with the rules of the New South Wales Cricket Association.

10.3 Decision of the NSW Cricket Board to be final

The decision of the NSW Cricket Board shall be final, and no further appeal may be made to any other court other than on a point of law.

10.4 Approval of constitutions of Affiliates

The Committee shall recommend the constitution of all Affiliates to the Country Committee of Management, and may direct any Affiliate to amend or repeal any clause of its constitution or insert into such constitution such clauses as is deemed necessary for the orderly regulation of the game of cricket provided that no amendment, repeal or insertion may be required that would be repugnant to or inconsistent with any requirement of the Act or the law under which such Affiliate is incorporated.

11. PROCEEDINGS OF COMMITTEE

11.1 Frequency of Committee meetings

- (a) The Committee shall meet at least twice a year at such place and time as the Committee may determine.
- (b) Additional meetings of the Committee may be convened by the Chairman or by any 3 Committee Members.
- (c) Committee meetings may be held at 2 or more venues using any technology approved by the Committee that gives each Committee Member a reasonable opportunity to participate. A Committee Member who participates in a Committee meeting in such a manner it taken to be present at the meeting and, if the Committee Member votes at the meeting, is taken to have voted in person.

11.2 Notice of Committee meetings

- (a) Oral or written notice of a meeting of the Committee shall be given by the Zone Administrator to each Committee Member at least 7 days (or such other period as may be

unanimously agreed upon by the Committee Members) before the time appointed for the holding of the meeting.

- (b) Notice of a meeting given under paragraph (a) of this Rule need not specify the business to be transacted at the meeting.

11.3 Quorum

- (a) Any 3 Committee Members constitute a quorum for the transaction of the business of a meeting of the Committee.
- (b) No business may be transacted by the Committee unless a quorum is present and if within half an hour of the time appointed for the meeting a quorum is not present the meeting stands adjourned to the same place and at the same hour of the same day in the following week.
- (c) If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting shall be dissolved.

11.4 Appointment of Delegate Members to constitute quorum

- (a) If at any time the number of Committee Members is less than the number required to constitute a quorum for a Committee meeting, the existing Committee Members may appoint a sufficient number of Delegate Members of the Association as Committee Members to enable the quorum to be constituted.
- (b) A member of the Committee so appointed is to hold office, subject to this constitution, until the annual general meeting next following the date of the appointment.
- (c) This clause does not apply to the filling of a casual vacancy to which Rule 9.14 applies.

11.5 Chairman of Committee meeting

At a meeting of the Committee:

- (a) the Chairman or, in the Chairman's absence, the Deputy Chairman shall chair the meeting;
- (b) if the Chairman and the Deputy Chairman are absent or unwilling to act, such one of the remaining Committee Members as may be chosen by the Committee Members present at the meeting, shall chair the meeting; and
- (c) every point of order shall be taken into consideration immediately and decided by the chairman of the meeting.

11.6 Voting

- (a) Questions arising at a meeting of the Committee shall be determined by a majority of the votes of Committee Members present at the meeting.
- (b) Each Committee Member present at a meeting of the Committee (including the chairman of the meeting) is entitled to one vote but, in the event of an equality of votes on any question, the chairman of the meeting shall exercise a casting vote.
- (c) A determination by a majority of the Committee Members shall for all purposes be deemed a determination of the Committee.

11.7 Minutes

Minutes of proceedings at a meeting shall be signed by the chairman of the meeting or by the chairman of the next succeeding meeting.

11.8 Effect of vacancies in Committee Members

- (a) Subject to the provisions of Rule 11.3, the Committee may act notwithstanding any vacancy on the Committee.
- (b) If the number of Committee Members falls below the number necessary to constitute a quorum at a meeting of the Committee, the continuing Committee Member or Committee Members may act for the purpose of summoning a general meeting of the Association but for no other purpose.

11.9 Validity of actions

All acts done by the Committee shall be valid and effectual notwithstanding any defect that may afterwards be discovered in the appointment or qualification of any Committee Member.

11.10 Written resolutions of the Committee

A resolution in writing signed by all the Committee Members in Australia for the time being entitled to receive notice of a meeting of the 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 Committee Members.

12. DELEGATION TO SUB-COMMITTEES

12.1 Power to delegate

- (a) The Committee may, by instrument in writing, delegate to one or more sub-committees the exercise of any of its powers or functions other than:
 - (i) this power of delegation; and
 - (ii) a function which is a duty imposed on the Committee by the Act or by any other law.
- (b) The chairman and members of a sub-committee shall be appointed by the Committee and need not be Committee Members.
- (c) A power or function, the exercise of which has been delegated to a sub-committee under this Rule, may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.
- (d) The Committee may regulate the affairs of a sub-committee as it sees fit.
- (e) A delegation of a power or function by the Committee may be subject to such conditions and limitations as the Committee sees fit.
- (f) Notwithstanding any delegation under this Rule, the Committee may continue to exercise any function delegated.
- (g) Any act done by a sub-committee acting in the exercise of a delegation under this Rule has the same force and effect as it would have if it had been done by the Committee.

- (h) The Committee may, by instrument in writing, revoke wholly or in part any delegation under this Rule.

12.2 Meetings of sub-committee

- (a) A sub-committee may meet and adjourn as it thinks proper.
- (b) The quorum for transaction of business of a meeting of a sub-committee is one half of the members of the sub-committee (rounded up, if necessary, to the nearest whole number of the members).

12.3 Voting of sub-committee

- (a) Questions arising at a meeting of a sub-committee shall be determined by a majority of the votes of the members of the sub-committee present at the meeting.
- (b) Each member of the sub-committee is entitled to one vote. In the event of an equality of votes, the chairman of the meeting shall exercise a casting vote.

12.4 Validity of actions

All acts done by a sub-committee appointed by the Committee shall be valid and effectual notwithstanding any defect that may afterwards be discovered in the appointment or qualification of any Committee Member or sub-committee member.

PART IV - GENERAL MEETINGS

13. GENERAL MEETINGS

13.1 Holding of annual general meeting

The annual general meeting shall be held on such day and at such time and place as the Committee shall determine, but no later than 31 July in each and every year.

13.2 Special general meetings

All general meetings other than the annual general meeting and ordinary general meetings shall be special general meetings.

13.3 Convening of special general meetings

- (a) The Committee may, whenever it thinks fit, convene a special general meeting.
- (b) The Committee shall, on the requisition in writing of not less than 3 Members, convene a special general meeting.
- (c) A requisition of Members for a special general meeting:
 - (i) shall state the purpose or purposes of the meeting;
 - (ii) shall be signed by the Members making the requisition;
 - (iii) shall be lodged with the Zone Administrator; and

- (iv) may consist of several documents in a similar form, each signed by one or more of the Members making the requisition.
- (d) If the Committee fails to convene a special general meeting to be held within one month after that date on which a requisition of Members for the meeting is lodged with the Zone Administrator, any one or more of the Members who made the requisition may convene a special general meeting to be held not later than 3 months after that date.
- (e) A special general meeting convened by a Member or Members as referred to in paragraph (d) of this Rule shall be convened as nearly as is practicable in the same manner as general meetings are convened by the Committee and any Member who thereby incurs expense is entitled to be reimbursed by the Association for any expense so incurred.
- (f) For the purpose of paragraph (c) above:
 - (i) A requisition may be in electronic form, and
 - (ii) A signature may be transmitted, and a requisition may be lodged, by electronic means.

13.4 Holding of ordinary general meetings

- (a) At least one ordinary general meeting shall be held in each and every year at such time and place as the Committee shall determine.

13.5 Notice of general meetings

- (a) Except where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Association, the Association Administrator shall, at least 7 days before the date fixed for the holding of the general meeting, cause to be sent by prepaid post or by email to each Member entitled to receive notice of general meetings at the Member's postal, residential or email address appearing in the Register of Members, a notice specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- (b) Where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Association, the Zone Administrator shall, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be sent to each Member entitled to receive notice of general meetings in the manner provided in paragraph (a) of this Rule specifying, in addition to the matter required under paragraph (a) of this Rule, the intention to propose the resolution as a special resolution.
- (c) No business other than that specified in the notice convening a general meeting shall be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted pursuant to Rule 13.7.
- (d) A Member desiring to bring any business before a general meeting may give notice in writing of that business to the Zone Administrator who shall include that business in the next notice calling a general meeting after receipt of the notice from the Member.

13.6 Omission to give notice

The accidental omission to give notice of a general meeting to or the non-receipt of notice of a general meeting by any person entitled to receive notice does not invalidate the proceedings at the meeting.

13.7 Use of technology at general meetings

- (a) A general meeting may be held at 2 or more venues using any technology approved by the Committee that gives each Member a reasonable opportunity to participate.
- (b) A Member who participates in a general meeting using that technology is taken to be present at the meeting and, if the Member votes at the meeting, is taken to have voted in person.

13.8 Business of annual general meeting

The regular business of the annual general meeting shall be to:

- (a) confirm the minutes of the last preceding annual general meeting and of any special general meeting held since that meeting;
- (b) receive from the Committee reports on the activities of the Association during the last preceding financial year;
- (c) receive and consider the statement which is required to be submitted to Members pursuant to Section 48 of the Act;
- (d) announce the name of the Zone Administrator;
- (e) elect Office-Bearers and ordinary committee members;
- (f) announce the names of the Selection Committee members;
- (g) announce the names of the Judiciary Committee members;
- (h) announce the name of the Code of Conduct Commissioner;
- (i) elect, from the Delegate Members and the Zone Administrator, two delegates to the New South Wales Country Cricket Association as the Association is entitled to elect in accordance with the constitution of the New South Wales Country Cricket Association;
- (j) from the delegates elected in accordance with (i) above, elect one representative to the Country Committee of Management who, by that very fact shall also be a delegate to the New South Wales Cricket Association in accordance with the constitution of the New South Wales Cricket Association.
- (k) appoint an auditor or auditors.

13.9 Special business

All other business at an annual general meeting shall be special business.

14. PROCEEDINGS AT GENERAL MEETINGS

14.1 Meetings require a quorum

No item of business shall be transacted at a general meeting unless a quorum is present during the time that the meeting is considering that item of business.

14.2 Quorum

Subject to the other provisions of these Rules, 10 Members present in person or by proxy and entitled to vote shall be a quorum.

14.3 Effect of lack of quorum

- (a) If a quorum is not present within half an hour after the time appointed for the commencement of a general meeting, then:
 - (i) if the meeting was convened upon the requisition of Members - the meeting shall be dissolved; or
 - (ii) in any other case - the meeting shall stand adjourned to:
 - (A) the same day in the following week and at the same time and place; or
 - (B) such day, time and place as the chairman of the meeting decides and announces at the meeting; or
 - (C) such day, time and place as the Committee subsequently determines so long as written notice of the day, time and place of the adjourned meeting is forwarded to Members 7 days prior to the date of the adjourned meeting.
- (b) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, then:
 - (i) 8 Members present in person or by proxy and entitled to vote shall be a quorum; and
 - (ii) if 8 such Members are not present the meeting shall be dissolved.

14.4 Chairman of meeting

- (a) The Chairman or, if the Chairman is absent, the Deputy Chairman, shall preside as chairman at a general meeting of the Association.
- (b) If the Chairman and Deputy Chairman are absent from a general meeting or unwilling to act, then the Members present shall elect one of their number to preside as chairman of the meeting.

14.5 Adjournment

- (a) The chairman of a general meeting at which a quorum is present:
 - (i) may, with the consent of the majority of Members present in person or by proxy and entitled to vote; and
 - (ii) shall, if so directed by a resolution passed by the majority of Members present in person or by proxy and entitled to vote,
adjourn the meeting to such day, time and place as the Members so consent or direct.
- (b) No business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.
- (c) If a general meeting is adjourned for 30 days or more, notice of the adjourned meeting shall be given in the manner in which notice was required to be given for the original meeting.
- (d) If a general meeting is adjourned for less than 30 days, it shall not be necessary to give any notice of the adjournment or the business to be transacted at the adjourned meeting.

14.6 Method of voting in respect of resolutions

- (a) At any general meeting a resolution put to the vote of the meeting shall be decided on a show of hands, or if the meeting is one to which Rule 13.7 applies, any appropriate corresponding method that the Committee may determine unless a poll is (before or on the declaration of the result of the show of hands) demanded:
 - (i) by the chairman; or
 - (ii) by at least 3 Members present in person or by proxy and entitled to vote.
- (b) Postal or electronic ballots will not be used to determine any issue or proposal.

14.7 Minutes as evidence of result of resolution

- (a) Unless a poll is so demanded, a declaration by the chairman that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost and an entry to that effect in the book containing the minutes of the meetings of the Association signed by the chairman shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against the resolution.
- (b) Paragraph (a) above to a method determined by the committee under Rule 14.6 in the same way as it applies to a show of hands.

14.8 Taking of poll

- (a) If a poll is duly demanded, it shall be taken in such manner and at such time (before the close of the meeting) and place as the chairman directs. The chairman may direct the poll to be taken after an interval or adjournment.
- (b) The result of the poll shall be the resolution of the meeting at which the poll was demanded.
- (c) Notwithstanding the above, if a poll is duly demanded in relation to the election of a chairman or the question of an adjournment then the poll shall be taken immediately.
- (d) The demand for a poll may be withdrawn.
- (e) The demand for a poll shall not prevent the continuance of a meeting for the transaction of any business other than the question on which a poll has been demanded.

14.9 Chairman to determine disputes

In the case of a dispute as to the admission or rejection of a vote on a show of hands or on a poll the chairman shall determine the dispute and the determination, if made in good faith, shall be final and conclusive.

14.10 Special resolution

A resolution of the Association is a special resolution if:

- (a) it is passed at a general meeting by a majority which comprises at least three-quarters of Members who:
 - (i) are present at the meeting in person or by proxy;
 - (ii) vote at the meeting; and
 - (iii) are entitled to vote at the meeting; and

- (b) at least 21 days' written notice specifying the intention to propose the resolution as a special resolution was given to Members in accordance with these Rules; or
- (c) in such other manner as may be permitted under section 39 of the Act.

14.11 Voting power

A Member entitled to vote may vote in person or, if the Member is entitled to be represented at a meeting of the Association by a proxy, by such proxy. A Member entitled to vote, either in person or by proxy, shall be entitled to one vote both on a show of hands and on a poll.

14.12 Chairman has casting vote

In the case of an equality of votes, whether on a show of hands or on a poll, the chairman of the meeting at which the show of hands takes place or at which the poll is demanded shall exercise a casting vote.

15. PROXIES – GENERAL MEETINGS

15.1 Ability to appoint a proxy

- (a) A Member who is a Delegate Member may appoint only one proxy in respect of any general meeting of the Association.
- (b) The proxy shall be a member of the Affiliate which the Delegate Member represents.

15.2 Proxy to be appointed by written instrument

A proxy may only be appointed by notice given whether electronically or in writing which;

- (a) shows some evidence, electronically or otherwise that a copy of the notice has been sent to the secretary of the Affiliate which the Delegate member represents; and
- (b) is as nearly as circumstances will permit, addressed to the Association in the form set out in Appendix A to these Rules.

15.3 Proxy to be delivered to Zone Administrator

The instrument appointing a proxy shall be delivered or sent by facsimile or electronic mail to the place specified for that purpose in the notice convening the meeting, or given to the Zone Administrator prior to the time for holding the meeting or adjourned meeting or taking of the poll, at which the person named in the instrument proposed to vote and in default the instrument of proxy shall not be treated as valid.

15.4 Authority of proxy

- (a) A person, other than the chairman of the meeting to which it relates, may hold no more than 1 proxy.
- (b) A proxy may:
 - (i) vote on a show of hands or on a poll.
 - (ii) demand or join in demanding a poll.

- (c) A vote given in accordance with the terms of an instrument of proxy is valid notwithstanding the previous death or unsoundness of mind of the appointor or revocation of the instrument or of the authority under which the instrument was executed provided that no notice in writing of the death unsoundness of mind or revocation has been received by the Association before the meeting or adjourned meeting at which the instrument is used.
- (d) A proxy is not revoked by the appointor attending and taking part in any meeting but if the appointor votes on a resolution either on a show of hands or on a poll the person acting as proxy for that appointor has no vote as proxy on that resolution.

15.5 Identification of proxy

The chairman of a meeting may require a person acting as a proxy to establish to the satisfaction of the chairman that that person is the person nominated as proxy under these Rules and failing compliance that person may be excluded from voting either upon a show of hands or upon a poll.

15.6 Proxy in favour of chairman

An instrument appointing a proxy in which the name of the appointee is not filled in shall be deemed to be given in favour of the chairman of the meeting to which it relates.

PART V – CRICKET MATTERS

16. OBLIGATIONS OF AFFILIATES

All Affiliates of the Association shall:

- (a) be incorporated;
- (b) be bound by the provisions of the By-Laws of the NSW Cricket Association and these Rules;
- (c) comply with the rules and programs made by the Committee in accordance with the provisions of sub-paragraphs (d) and (e) of Rule 10.1; and
- (d) obtain the written consent of their members to those members being bound by the provisions of these Rules and complying with the rules and programs made by the Committee.

17. AFFILIATES OF CRICKET COUNCILS

17.1 Power to grant affiliation

The Committee shall have the power to grant direct affiliation with an appropriate Cricket Council, to any cricket association:

- (a) that takes part in cricket competitions conducted within the Cricket Council's boundary;
- (b) that organises, conducts or manages cricket within the Cricket Council's boundary; and
- (c) whose members take part in cricket competitions conducted within the Cricket Council's boundary.

17.2 Manner of becoming an affiliate of a Cricket Council

The Committee may grant affiliation to all cricket associations referred to in Rule 17.1 that apply in writing to the Zone Administrator to become affiliated with the appropriate Cricket Council.

18. NEW SOUTH WALES CRICKET ASSOCIATION

18.1 By-Laws of the New South Wales Cricket Association

The By-Laws of the New South Wales Cricket Association shall apply to the Association and be as effective as if such By-Laws were the By-Laws of the Association.

18.2 Articles of association of the New South Wales Cricket Association

The Association, its Members, Office-Bearers, Committee Members and Affiliates shall be bound by and comply with the provisions of the articles of association of the New South Wales Cricket Association.

18.3 Effect of conflict between documents

To the extent that there is any conflict between the articles of association of the New South Wales Cricket Association, the By-Laws and these Rules:

- (a) the articles of association shall take precedence over the By-Laws and these Rules; and
- (b) the By-Laws shall take precedence over these Rules.

19. CODE OF CONDUCT COMMISSIONER

19.1 Appointment of Commissioner

- (a) There shall be a Commissioner called the Code of Conduct Commissioner who shall be appointed by the Committee.
- (b) If the Committee so determines, it may appoint an Assistant Commissioner called the Assistant Code of Conduct Commissioner to assist the Commissioner in the discharge of the Commissioner's duties and to act as the Commissioner should the Commissioner be unavailable to so act.
- (c) An Assistant Commissioner appointed pursuant to paragraph (b), has the powers, duties and functions of the Commissioner.
- (d) The term of appointment of the Commissioner and any Assistant Commissioner shall be as determined by the Committee.
- (e) A reference in these Rules to Commissioner includes, where appropriate, a reference to Assistant Commissioner.

19.2 Qualifications for appointment as Commissioner

The qualifications for appointment to the positions of Commissioner and Assistant Commissioner shall be as determined by the Committee.

19.3 Powers of the Commissioner

The Commissioner shall have power to:

- (a) receive, investigate, examine and consider all reports alleging a breach of the Code of Conduct;
- (b) determine whether:
 - (i) no action is to be taken against the Person Reported;
 - (ii) the Person Reported is to be given a caution; or
 - (iii) the Person Reported is to be given or offered a suspension, disqualification or other penalty; or
 - (iv) to lay a charge against the Person Reported and have the matter proceed to a hearing before the Judiciary Committee;
- (c) present the case against the Person Reported in any hearing before the Judiciary Committee;
- (d) appeal to the Committee against a decision of the Judiciary Committee; and
- (e) appear before the Committee at the hearing of any appeal against a decision of the Judiciary Committee.

The Commissioner may exercise all or any of the above powers in accordance with the Association's Code of Conduct Procedures.

19.4 Appointment of Carnival Referee

- (a) The Committee shall appoint a Carnival Referee for each Carnival conducted and managed by the Association.
- (b) If the Committee so determines, it may appoint an Assistant Carnival Referee to assist the Carnival Referee in the discharge of the Carnival Referee's duties and to act as the Carnival Referee should the Carnival Referee be unavailable to so act.
- (c) An Assistant Carnival Referee appointed pursuant to paragraph (b) above, has the powers, duties and functions of the Carnival Referee.
- (d) The term of appointment of the Carnival Referee and any Assistant Carnival Referee shall be as determined by the Committee.
- (e) A reference in these Rules to Carnival Referee, includes where appropriate, a reference to an Assistant Carnival Referee.

19.5 Qualifications for appointment as Carnival Referee

The qualifications for appointment to the positions of Carnival Referee and Assistant Carnival Referee shall be as determined by the Committee.

19.6 Powers of the Carnival Referee

The Carnival Referee shall have power to:

- (a) receive, investigate, examine and consider all reports arising at a Carnival alleging a breach of the Code of Conduct;

- (b) determine upon conducting a hearing with all persons involved, whether;
 - (i) no action is to be taken against the Person Reported;
 - (ii) the Person Reported is to be given a caution;
 - (iii) the Person Reported is to be given a suspension, disqualification or other penalty pursuant to the Prescribed Penalty Schedule; or
 - (iv) the matter is to be referred to the Code of Conduct Commissioner if, in the opinion of the Carnival Referee, the alleged breach is of such seriousness to warrant such action.

The Carnival Referee may exercise all or any of the above powers in accordance with the Association's Code of Conduct Procedures.

20. JUDICIARY COMMITTEE

20.1 Establishment of the Judiciary Committee

There shall be a Judiciary Committee which shall be called the Western Cricket Zone Judiciary Committee.

20.2 Appointment of Judiciary Committee members

Each year the Committee shall:

- (a) determine the number of persons to be appointed as Judiciary Committee members; and
- (b) appoint the Judiciary Committee members; and
- (c) appoint from among those members the chairman of the Judiciary Committee, for the coming year.

20.3 Eligibility of candidates

- (a) Candidates for appointment as Judiciary Committee members may be but need not be Members.
- (b) Retiring Judiciary Committee members may be candidates for reappointment.

20.4 Nominations of candidates

Candidates for appointment as Judiciary Committee members shall be orally nominated during the course of the Committee meeting by those Committee Members present.

20.5 Power of the Judiciary Committee

If the Judiciary Committee determines that a person, in accordance with the provisions of the By-Laws, has breached the Code of Conduct, the Judiciary Committee shall have the power to take the following action against the person identified:

- (a) censure that person;
- (b) suspend or disqualify that person from participating in matches organised by the Association or its Affiliates for a specific period, for an indefinite period or for life;

- (c) suspend or disqualify that person from participating in teams representing the Association, its affiliates or from exercising any administrative function in relation to such teams for a specific period, for an indefinite period or for life.

20.6 Judiciary Committee may only act following a report

The Judiciary Committee shall not take any action against a person unless that person has been the subject of a report by a person which was lodged in accordance with the Association's Code of Conduct Procedures and a charge of a breach of the Code of Conduct has been laid by the Commissioner.

21. INVESTIGATION OF MATCHES, PROTESTS AND DISPUTES

21.1 Committee may investigate

The Committee shall have power to investigate the circumstances of any match in a competition conducted by the Association, where the actions of any member, official, umpire, player or member of any affiliate involved in the match that is likely to bring the game and/or the Association into disrepute.

21.2 Team may lodge protest or complaint

A team which participated in a match in a competition conducted by the Association may lodge a protest against the result of the match or a complaint against any player or team involved in the match by lodging a notice in writing with the Zone Administrator within 7 days of the completion of the match.

21.3 Committee to adjudicate on protests or complaints

The Committee shall adjudicate on any protest or complaint.

21.4 Committee may require persons to appear before it

The Committee shall have power to require:

- (a) any person who participated in a match in a competition conducted by the Association; or
- (b) a member or official of a team which participated in a match in a competition conducted by the Association,

to appear before the Committee to answer questions relevant to any investigation by the Committee or any adjudication by the Committee on a protest or complaint.

21.5 Action by Committee

The Committee shall have power to, as a result of investigating the circumstances of a dispute relating to a match or adjudicating on a protest or complaint:

- (a) fine a player or team;
- (b) suspend or disqualify a team;
- (c) deduct any competition points awarded to a team; or

- (d) refer the matter to the Code of Conduct Commissioner, if the complaint relates to an alleged breach of the Code of Conduct.

21.6 Committee to allow an opportunity to be heard

- (a) Notwithstanding the provisions of Rule 21.5, the Committee shall not take any action against a player or team without previously advising the relevant player or team of the proposed course of action and the reasons for that course of action and allowing the player or club the opportunity to orally address and make written representations to the Committee.
- (b) Neither the player nor the team shall be entitled to legal representation when appearing before the Committee unless the Committee, in its discretion, determines that such representation would assist the Committee's investigation or adjudication.

21.7 Right of appeal to the Country Committee of Management

- (a) Any player or team that is the subject of any action taken by the Committee may lodge an appeal to the Country Committee of Management with any further appeals up to NSW Cricket Board.
- (b) With any appeal the secretary of the relevant cricket association is to be notified within 7 days of the date on which the Committee hands down its decision in relation to that course of action.

21.8 Decision of NSW Cricket Board to be final

The decision of the NSW Cricket Board on any such appeal shall be final and no further appeal shall be made to any other body or court other than on a point of law.

22. SELECTION COMMITTEE

22.1 Establishment and purpose of the Selection Committee

There shall be a Selection Committee, which shall be called the Western Cricket Zone Selection Committee, established to select opens and colts teams to represent the Association, as may be required from time to time.

22.2 Selection Committee members

- (a) The Selection Committee shall comprise of at least three (3) members.
- (b) Each year prior to the annual general meeting, the Committee shall:
 - (i) determine the number of and appoint the Selection Committee members, and
 - (ii) appoint from among those members the chairman of the Selection Committee, for the coming year.

22.3 Eligibility as Selection Committee members

Selection Committee members may be but need not be Members.

22.4 Meetings of the Selection Committee

The Selection Committee shall meet at such times and places as it deems suitable.

The chairman of the Selection Committee may convene a meeting of the Selection Committee whenever the chairman deems it necessary.

22.5 Person ceasing to be member of Selection Committee

A person shall cease to be a member of the Selection Committee if the person:

- (a) dies;
- (b) resigns; or
- (c) becomes of unsound mind or a person whose person or estate is liable to be dealt with in any way under the law relating to mental health.

22.6 Resignation of Selection Committee member

A Selection Committee member may resign by notice in writing delivered to the Zone Administrator and shall cease to be a Selection Committee member upon receipt by the Zone Administrator of that notice.

22.7 Selection Committee vacancy

If a person ceases to be a Selection Committee member then the Committee shall appoint another person to be a Selection Committee member until the next annual general meeting.

23. THE ZONE ADMINISTRATOR

23.1 Appointment of Zone Administrator

The Zone Administrator is appointed by the New South Wales Cricket Association in consultation with the Committee of Management.

23.2 Temporary Zone Administrator

The Committee of Management may appoint a temporary substitute for the Zone Administrator who shall for the purposes of these Rules be deemed to be the Zone Administrator.

23.3 Termination of the Zone Administrator's appointment

The New South Wales Cricket Association, in consultation with the Committee of Management may terminate the appointment of the Zone Administrator at any time.

23.4 Resignation of Zone Administrator

The Zone Administrator may resign by notice in writing delivered to the Chairman and shall cease to be the Zone Administrator upon receipt by the Chairman of that notice.

23.5 Person ceasing to be Zone Administrator

- (a) A person shall cease to be the Zone Administrator if the person:
 - (i) dies;

- (ii) becomes bankrupt or makes any arrangement or composition with the Zone Administrator's creditors generally;
- (iii) becomes of unsound mind or a person whose person or estate is liable to be dealt with in any way under the law relating to mental health;
- (iv) is removed pursuant to the provisions of Rule 23.3; or
- (v) resigns pursuant to the provisions of Rule 23.4.

23.6 Address of Zone Administrator

The Zone Administrator shall, as soon as practicable after being appointed as Zone Administrator, lodge notice with the New South Wales Cricket Association of the Zone Administrator's address.

23.7 Duties of Zone Administrator

It is the duty of the Zone Administrator to:

- (a) record all appointments of Committee Members;
- (b) record the names of Committee Members present at a Committee meeting;
- (c) record the names of all Members present at a general meeting;
- (d) keep minutes of all proceedings at Committee meetings and general meetings;
- (e) ensure all money due to the Association is collected and received and that all payments authorised by the Association are made;
- (f) ensure correct books and accounts are kept showing the financial affairs of the Association including full details of all receipts and expenditure connected with the activities of the Association; and
- (g) undertake the duties of Public Officer as prescribed in the Act and the Regulations.

PART VI - MISCELLANEOUS

24. COMMON SEAL

24.1 Custody of seal

The common seal of the Association shall be kept in the Custody of the Zone Administrator.

24.2 Use of seal

The common seal shall not be affixed to any instrument except by the authority of the Committee and the affixing of the common seal shall be attested by the signatures of either 2 members of the Committee or one member of the Committee together with the Zone Administrator.

25. INSURANCE

It shall be a function of the Committee to ascertain whether or not the Association is covered by a policy held by the New South Wales Cricket Association every year and, if not so covered, to effect

such insurance forthwith and ensure that the Association maintains such insurance either on its own account or by a policy held by the New South Wales Cricket Association.

26. FUNDS

26.1 Source of funds

The funds of the Association shall be derived from the New South Wales Cricket Association, fines which may be imposed by the Judiciary Committee and such other sources as determined by the Committee, providing it does not conflict with current New South Wales Cricket Association sponsorship arrangements.

26.2 Funds to be deposited

All money received by the Association shall be deposited as soon as practicable and without deduction to the credit of the Association's bank account.

26.3 Issue of receipts

The Association shall, as soon as practicable after receiving any money, issue an appropriate receipt.

26.4 Use of funds

The funds of the Association shall be used solely in pursuance of the objects of the Association.

26.5 Authorisation of payments

All payments, cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be authorised by:

- (a) any 2 Committee Members; or
- (b) any Committee Member and the Zone Administrator.

27. ACCOUNTS

27.1 Zone Administrator to maintain accounts

The Zone Administrator shall maintain proper books of account in which shall be recorded all the financial transactions of the Association.

27.2 Annual statement

At the end of each financial year the Zone Administrator shall prepare all such statements as are required to be presented to the annual general meeting in accordance with the provisions of Section 48 of the Act and shall present such statements together with the report of the auditors thereon to the annual general meeting.

27.3 Financial year

The financial year of the Association shall end on 31 May in each and every year.

28. BOOKS OF THE ASSOCIATION

28.1 Custody of Books

Except as otherwise provided by these Rules, the Zone Administrator shall keep in the Zone Administrator's custody or under the Zone Administrator's control all records, books and other documents relating to the Association.

28.2 Inspection of Books

- (a) The records, books and other documents of the Association shall be open to inspection by a Member at a mutually agreed time, free of charge.
- (b) Despite paragraph (a) above, the Committee may refuse to permit a Member of the Association to inspect or obtain a copy of records of the Association that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the Association.

29. NOTICE

29.1 Notice to Members

Any notice required by law or under these Rules to be given to any Member shall be given by delivering the notice personally to such Member or by sending it by post, facsimile or electronic mail to the Member at the Member's registered address.

29.2 Notice to Zone Administrator

Any notice required by law or under these Rules to be given to the Zone Administrator shall be given by delivering the notice personally to the recipient or by sending it by post, facsimile or electronic mail to the Zone Administrator's registered address.

29.3 Notice to Affiliates

Any notice required by law or under these Rules to be given to an Affiliate shall be given by delivering the notice personally or by sending it by post, facsimile or electronic mail to the last known address of the secretary of that Affiliate.

29.4 Notice to other persons

Any notice required by law or under these Rules to be given to any other person shall be given by delivering the notice personally to such person or by sending it by post, facsimile or electronic mail to such person at the person's last known address.

29.5 Service by post

Where a notice is sent by post, service of the notice shall be deemed to be effected by properly addressing, prepaying and posting a letter containing the notice and to have been effected 2 days after the date of its posting.

29.6 Service by facsimile

Where a notice is sent by facsimile, service of the notice shall be deemed to be effected if the sender's facsimile machine produces a transmission confirmation report indicating that the facsimile was sent to the recipient's facsimile and to have been effected at the time indicated on that report.

29.7 Service by electronic mail

Where a notice is sent by electronic mail, service of the notice shall be deemed to be effected if the sender does not receive a "message undeliverable" type message in respect of the electronic mail sent.

29.8 Signature to Notice

The signature to any notice to be given by the Association may be written or printed or stamped or transmitted by electronic means.

30. SURPLUS PROPERTY

In the event of the winding up or cancellation of the incorporation of the Association, the Members shall be deemed, by virtue of this Rule, to have passed a special resolution pursuant to Section 65 of the Act resolving to distribute the surplus property of the Association to the New South Wales Cricket Association.

31. INDEMNITY

31.1 Indemnity

Every Member, Auditor, Zone Administrator and Committee Member for the time being of the Association shall be indemnified out of the assets of the Association against any liability arising out of the execution of the duties of that person's office which is incurred by that person in defending any proceedings whether civil or criminal in which judgment is given in that person's favour or in which that person is acquitted. The amount for which such indemnity is provided shall immediately attach as a lien on the property of the Association and have priority over all other claims of Members.

31.2 Limitation of Liability

No Member, Zone Administrator or Committee Member shall be liable for any negligence, default or other act of any other Member, Zone Administrator or Committee Member which results in any loss or expense happening to the Association through the insufficiency or deficiency of the title to any property acquired by a decision of the Association or the Committee for and on behalf of the Association, or for the insufficiency or deficiency of any securities in or upon which any monies of the Association shall be invested, or for any loss or damage arising from bankruptcy, insolvency or tortious acts of any person with whom any monies, securities or effects shall be deposited, or for any loss, damage or misfortune whatever which shall happen in the execution of that person's duties or in relation thereto, unless the same happen or occur through that person's own wilful act of default or negligence on that person's part.

32. GENERAL POWER OF THE ASSOCIATION

In the event of any question or matter arising not provided for in these Rules, the Association shall have power to decide such question or matter by the resolution of the Members.

33. ALTERATION OF OBJECTS AND THESE RULES

The Statement of Objects and these Rules may be amended only by a special resolution of the Association with the prior approval of the NSW Cricket Board.

APPENDIX A – Proxy for general meeting

Form of Instrument

I
(full name of Member)

of
(address of Member)

being a Member of Western Cricket Zone Incorporated,

appoint
(full name of proxy)

of
(address of proxy)

as my proxy to vote for me and on my behalf at the general meeting of the Association to be held on

the day of 20..... and at any adjournment of that meeting.

My proxy is authorised to vote:

- in favour of the following resolution (cross out if not applicable)

.....
(copy of resolution)

- against the following resolution (cross out if not applicable)

.....
(copy of resolution)

Except as stated above, my proxy may vote in respect of any resolution as he or she thinks fit.

Dated this day of 20

Signed by
(signature of Member)