

CONSTITUTION AND RULES OF THE JERSEY CRICKET BOARD

THE JERSEY CRICKET BOARD

CONSTITUTION

1 NAME AND INCORPORATION

- 1.1 The name of the Board shall be “The Jersey Cricket Board”.
- 1.2 The Board shall be incorporated under the *Loi (1862) sur les teneures en fidéicomis et l’incorporation d’associations*, as amended (the “Law”) as a *société de sports*.

2 DEFINITIONS AND INTERPRETATION

- 2.1 (a) “**Annual General Meeting**” (“AGM”) shall mean meetings of the Board held in accordance with the provisions of clause 9 hereto;
- (b) “**bankrupt**” shall have the meaning prescribed in Article 8 of the Interpretation (Jersey) Law 1954 (revised edition)(as amended from time to time);
- (c) “**Board**” shall mean the association called the Jersey Cricket Board incorporated under the *Loi (1862) sur les teneures en fidéicomis et l’incorporation d’associations*, as amended as a *société de sports*.
- (d) “**Chairman**” shall mean the person appointed to fill such office in accordance with the provisions of clauses 6.12 and 6.13 hereof;
- (e) “**Constitution**” shall mean these rules and any amendment or alteration to these rules adopted in replacement hereof from

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time to time with the approval of the Royal Court of Jersey in accordance with the provisions of the Law;

- (f) “**Director of Cricket**” shall mean the person employed or otherwise contracted to fill such office by the Board from time to time;
 - (g) “**Education Sport and Culture Department**” shall mean the Education Sport and Culture Department of the States of Jersey;
 - (h) “**Executive Committee**” shall mean the committee established in accordance with clause 6.9 hereof;
 - (i) “**Extraordinary General Meeting**” shall mean a meeting called and held in accordance with the provisions of clause 10 hereof;
 - (j) “**Objects**” shall mean the objects of the Board as set out in clause 3 hereof;
 - (k) “**Representative Teams Committee**” shall mean the committee established in accordance with clause 4.3 hereof which shall be appointed to select teams to represent the Island of Jersey at cricket;
- 2.2 Words importing the singular number only shall include the plural and visa versa and unless the context otherwise requires words importing the masculine gender only shall include the feminine gender.
- 2.3 The clause headings used herein are for ease of reference only and shall not be taken into account in the interpretation of the clauses.

3 OBJECTS

- 3.1 To be the governing body of all cricket within the Bailiwick of Jersey.

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- 3.2** To represent the Bailiwick of Jersey in all formal relationships with cricketing bodies and other cricketing agencies outside of the Bailiwick of Jersey.
- 3.3** To promote and develop the game of cricket at all levels through partnerships with all cricketing bodies and other appropriate agencies within the Bailiwick of Jersey.
- 3.4** To represent the Bailiwick of Jersey within the I.C.C. in the formulation of international cricket policies and their implementation within the Bailiwick.
- 3.5** To manage the activities of employees of The Jersey Cricket Board.
- 3.6** To oversee the game of cricket in the Bailiwick of Jersey, whilst recognising the continuance of the responsibilities and functions of the Jersey Cricket Association and its affiliated members/bodies whilst such Association is in existence.
- 3.7** To facilitate, co-ordinate and support the work of all the individual cricketing agencies within the Bailiwick of Jersey, ensuring that adequate channels of communications are in place and that the best possible use is made of available resources.
- 3.8** To use its best endeavours to provide, maintain and enhance the quality of outdoor and indoor cricket playing and practice facilities within the Bailiwick of Jersey in association with Education, Sports and Culture and other facility owners/providers.
- 3.9** To determine the strategy and oversee the implementation, of all aspects of participation by official representative teams of the Bailiwick of Jersey in regional and international competitions.
- 3.10** To ensure that all relevant and appropriate child protection requirements are in place.

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- 3.11** To ensure that cricket is available and open to all, irrespective of age, gender, disability, race, ethnic origin, creed, colour, social status and sexual orientation.
- 3.12** To do all such other lawful things as are incidental to or conducive to the attainment of the above Objects or any of them.

4 POWERS OF THE BOARD

- 4.1** The Board shall have such powers as it deems necessary to achieve its roles and objectives including the employment of personnel and the formation and operation of limited liability companies and charitable trusts.
- 4.2** The Board shall have the power to set up any sub-Committee as it deems appropriate but any sub-Committee must have as its Chairman a member of the Board.
- 4.3** The Executive Committee shall appoint member/s of the Representative Teams Committee.

5 FURTHER POWERS

- 5.1** In furtherance of the Objects, but not further or otherwise, the Board shall have the following powers:
- (a) To raise money by means of contributions, donations and legacies, grants, loans, covenants and other sources.
 - (b) To receive and accept from any source gifts and grants of money and/or gifts and devises of immovable property and/or of any other kind of property whether unconditionally or subject to any terms, conditions, or trusts.
 - (c) To make loans with or without security either interest free or at a rate of interest at or less than a commercial rate and/or to

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make grants and/or donations of money and/or of any other kind of property to any individual, group of individuals, partnership or body corporate practicing or promoting the Objects or the appreciation of furtherance thereof and to provide such persons or bodies with any other kind of financial assistance whether by way of guarantee, indemnity or otherwise and so that any such grant, or provision of financial assistance may be unconditionally or subject to such trusts or conditions as the Trust may think fit to impose or accept.

- (d) To purchase, take on, lease or exchange, hire or otherwise acquire any moveable or immoveable property which the Board may think necessary for the promotion of the Objects.
- (e) To take such lawful steps by appeals, public meetings or other methods as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of the Trust in the shape of donations or otherwise.
- (f) To arrange, prepare, print, publish, issue and disseminate any programme, pamphlet, book, document, film, recording or other work and to fix, make and receive fees, royalties and other charges therefore.
- (g) To subscribe to, become a member of or co-operate with any organisation, institution, society or body involved or interested in matters which are within the Objects.
- (h) To borrow and raise money in such manner and on such security as the Board may think fit.
- (i) At its absolute discretion, to invest the monies of the Trust not immediately required for its purpose in or upon such investments, securities or property as may be thought fit,

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subject nevertheless to such conditions (if any) and such consents (if any) as may for the time being be imposed or required by law and subject also as hereinafter provided.

- (j) To employ, contract with or otherwise commission, instruct or engage persons, whether as employees, officers, advisers, entrepreneurs or otherwise.
- (k) To do all or any of the things hereinbefore authorised either along or in conjunction with any other organisation, institution, society or body with which this Trust is authorised to co-operate.
- (l) To pay out of the funds of the Board all costs, charges and expenses as shall be reasonably incurred in connection with the Objects or by the exercise by the Board of any of its powers hereunder.
- (m) To do all such other lawful things as will further the attainment of the Objects.

6 MEMBERSHIP

BOARD

- 6.1** The business and property of the Board shall be controlled and managed by its members.
- 6.2** The members of the Board will be made up of an Executive Committee, other voting Board Members as defined in clause 6.3, Club Board Members as defined in clause 9.3 and Ex-Officio Non-Voting Members.
- 6.3** Other voting Board Members will be any 2 of the Leagues Management Committee (as determined by the Leagues Management Committee) plus 2 members of the Cricket Development agencies (that

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is, the Jersey Junior Cricket Association, Jersey Cricket Coaches Association, the Jersey Senior School Sports Association and any other such association as shall be formed in the future and be an association to develop cricket in Jersey) as nominated by the Cricket Development agencies, a representative of the Jersey Association of Cricket Umpires and Scorers (as nominated by it) and a member of the Representative Teams Committee. The Board may appoint other voting members to the Board to represent any other association as may be formed in the future which it believes to be an association which develops cricket in Jersey.

- 6.4 The Ex-Officio Non-Voting Members of the Board shall consist of a representative of the Education, Sport and Culture Department (as nominated by it) (or if that Department shall cease to exist and be replaced by a department or administration of the States with responsibility for education sport and culture, an individual appointed by that administration).
- 6.5 The Board shall have the authority to co-opt any additional person or persons at any time as an Ex-Officio Non-Voting Member of the Board.
- 6.6 Each of the parties listed in 6.3 and 6.4 above may appoint a suitable alternative from their respective body's committee to attend meetings of the Board on their behalf in the event of their unavailability.
- 6.7 The Board may establish any committee, liaison group, local board or agency for managing any of the affairs of the Board and may appoint any persons to be members of such committee, liaison group, local board or agency and may fix their remuneration if any and may delegate to any such committee, liaison group, local board or agent any of their powers, authorities and discretions vested in the members with power to sub-delegate and may authorise the members of any such

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committee, liaison group, local board or agency, or any of them to fill any vacancies therein and to act notwithstanding vacancies and any such appointment or delegation may be made upon such terms and subject to such conditions as the members may think fit and the members may remove any person so appointed and may annul or vary any such delegation, but no person dealing in good faith and without notice of any such annulment or variation shall be affected thereby.

The proceedings of any Committee or similar group as envisaged by this clause shall be in the same way *mutatis mutandis* of the Board as set out in this constitution.

- 6.8** Any member of the Board may resign at any time by notice in writing to all the other members of the Board.

EXECUTIVE COMMITTEE

- 6.9** The Executive Committee of the Board shall consist of a Chairman, Vice-Chairman, Treasurer, Secretary and the Director of Cricket.

- 6.10** The Executive Committee shall be responsible for the running of the day-to-day affairs of the Board in accordance with the Board's decisions and directives and shall meet as frequently as it deems appropriate.

- 6.11** The five members of the Executive Committee shall be:

- (i) The Chairman
- (ii) The Vice-Chairman
- (iii) The Treasurer
- (iv) The Secretary
- (v) The Director of Cricket.

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- 6.12** Each appointment to the Executive Committee (save for the Director of Cricket who shall be a member of the Executive Committee for so long as there is a Director of Cricket) shall be made for a period of two years. The remaining members of the Board may fill any casual vacancy for the period remaining until the next Annual General Meeting.
- 6.13** All of the members of the Executive Committee (save for the Director of Cricket) shall be elected at each second Annual General Meeting of the Board. Any member entitled to vote at the Annual General Meeting in which the relevant election is taking place may propose a candidate for election to the Executive Committee by notice in writing to the Chairman such notice being delivered to the Chairman 14 days in advance of such Annual General Meeting. Such nomination shall be seconded by a second member entitled to vote at the relevant Annual General Meeting. The Chairman may in his absolute discretion abridge the notice required for the nomination of a candidate for election provided always that the said nomination shall be made by and seconded by members entitled to vote at the relevant Annual General Meeting.
- 6.14** The Director of Cricket will be responsible for the managing of those involved in coaching and overseeing the management of the various age group teams and Senior Island team.
- 6.15** If any member of the Executive Committee shall fail to attend meetings of the Executive Committee for a period of one year, or shall commit a crime of dishonesty, the Board may at its discretion terminate his membership of the Executive Committee.
- 6.16** If any member of the Executive Committee shall declare himself bankrupt, or be declared bankrupt his or her position as member of the Executive Committee shall automatically be terminated by the Board.

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- 6.17** Any member of the Executive Committee may resign at any time by notice in writing to all the other members of the Executive Committee.
- 6.18** In the event that a member dies or gives notice of his intention to resign or is removed by the Executive Committee pursuant to clause 6.15 or 6.16 hereof or is, in the opinion of a majority of the other members of the Executive Committee, unfit to act or incapable of acting as a member of the Executive Committee, the continuing members shall appoint a person to be a member of the Executive Committee in place of such member and to serve the remainder of such first member's term.

7 ADMINISTRATION

- 7.1** Minutes of all meetings of the Board and Executive Committee shall be produced and circulated within 7 days after the date of such meetings or decisions.
- 7.2** The Secretary shall be responsible to the Board for the proper conduct of the administration of the Board including arranging meetings, taking minutes, bringing all Board and sub-Committee decisions to the attention of the person(s) responsible for implementing them.
- 7.3** The Secretary shall also be responsible for bringing all correspondence to the notice of the appropriate person(s) or committee and ensuring that any necessary reply issues are dealt with promptly, carry out such duties as directed by the Board and arrange a programme of league and cup fixtures.
- 7.4** The Treasurer of the Board shall be responsible for keeping proper accounting records of transactions, assets and liabilities, which shall give a clear and accurate view of the financial affairs of the Board.
- 7.5** The financial year shall end on 31st December of each year or on such other date as the Board may determine from time to time.

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7.6 Audited accounts for each year must be prepared and shall be available for the scrutiny of the Board prior to the Annual General Meeting and shall be tabled for approval at the Annual General Meeting to be held by 15 June of the following year.

7.7 The assets of the Board (save for administrative costs) must be applied to further the objects of the Board and for no other purpose.

8 MEETINGS OF THE EXECUTIVE COMMITTEE

8.1 The Executive Committee shall meet as necessary, but not less than four times per calendar year at not less than 7 days notice, except that shorter notice may be given in order to consider matters of an urgent nature. Three voting members of the Executive Committee present at an Executive Committee meeting shall form a quorum.

8.2 Each member of the Executive Committee shall have one vote. The Chairman of the meeting shall have a second or casting vote.

8.3 If voting members of the Executive Committee have a vested interest in an item or subject of the Executive Committee agenda then they should declare an interest. In that case the member with the vested interest will not be eligible to vote on that item or subject.

9 ANNUAL GENERAL MEETINGS

9.1 The Board shall meet on at least one occasion per calendar year when an Annual General Meeting is held and on any further occasions should an Extraordinary General Meeting be called.

9.2 Amendments to this constitution may only be made at the AGM or an Extraordinary General Meeting provided always that any such amendment or alteration so agreed shall not become effective without the approval of the Royal Court of Jersey in accordance with the Law,

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and no amendment or alteration may be made which would prejudice the status of the Board as a *société de sports*.

9.3 An Annual General Meeting will be convened to be held by 15 June each year. A minimum of 21 days notice of the Annual General Meeting must be given to all parties entitled to attend. The business of each Annual General Meeting will include, but not be limited to, the consideration of the annual financial statements of the Board for the period ending 31st December of the previous year and the election of the members of the Executive Committee. The following persons shall be entitled to attend and vote at the Annual General Meeting:-

- the Chairman One vote
- the Vice-Chairman One vote
- the Treasurer One vote
- the Secretary One vote
- the Director of Cricket One vote
- the Development Agencies Representatives
One vote each (maximum of 2)
- the Representative Team person One vote
- the league secretaries
One vote each (maximum of 2)
- a representative from Jersey Association of Cricket Umpires and Scorers One vote

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- each club which is affiliated to the Board and which has paid all sums required in respect of its affiliation (the “**Club Board Members**”).

One vote per club

- 9.4** Each of the persons entitled to vote at the Annual General Meeting may appoint a proxy to attend and vote at the Annual General Meeting in their absence.
- 9.5** A simple majority shall be required in respect of any voting issue at the Annual General Meeting. The Chairman shall have a casting vote in the event of a split vote save where the vote relates to the election of the Chairman where the Vice-Chairman shall have the casting vote.
- 9.6** The quorum for any AGM shall be one half plus one of the members of the Board. If such a quorum is not present within half an hour from the time appointed for the meeting or if, during a meeting, such a quorum ceases to be present, the meeting shall stand adjourned to the same day in the next week at the same time and place or such day, time and place as the Chairman may determine and, if at such adjourned meeting, a quorum is not present within five minutes from the time appointed for the holding of the meeting, those members present in person or by proxy who shall be entitled to vote shall be a quorum.

10 EXTRAORDINARY GENERAL MEETING

- 10.1** An Extraordinary General Meeting shall be convened by the Secretary of the Board following receipt of written requests for such a meeting from not less than two of the parties listed in 9.3 above. Not less than 21 days written notice shall be given to all parties entitled to vote at an Extraordinary General Meeting and the notice of the Extraordinary General Meeting shall contain full details of the resolution(s) being

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tabled by those parties requesting the convening of the Extraordinary General Meeting.

10.2 Each of the persons entitled to vote at an Annual General Meeting shall be entitled to vote at an Extraordinary General Meeting.

10.3 Each of the persons entitled to vote at an Extraordinary General Meeting may appoint a proxy to attend and vote at the Extraordinary General Meeting.

10.4 A 75% majority shall be required in respect of any voting issue at any Extraordinary General Meeting.

10.5 The quorum for any Extraordinary General Meeting shall be one half plus one of the members of the Board. If such a quorum is not present within half an hour from the time appointed for the meeting or if, during a meeting, such a quorum ceases to be present, the meeting shall stand adjourned to the same day in the next week at the same time and place or such day, time and place as the Chairman may determine and, if at such adjourned meeting, a quorum is not present within five minutes from the time appointed for the holding of the meeting, those members present in person or by proxy who shall be entitled to vote shall be a quorum.

11 INDEMNITY AND RELEASE

11.1 Every member of the Board shall be indemnified by the Board against all costs, losses and expenses which he may reasonably incur in the discharge of his duties.

11.2 No member of the Board shall be liable for any loss arising to the Board unless as a result of his fraud, wilful misconduct or gross negligence.

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12 REPRESENTATION

12.1 The Chairman or failing him the Vice Chairman shall represent the Board before the Royal Court of Jersey and before all Courts and Tribunals whatsoever, for the purposes of Articles 4, 5 and 12 of the Law or otherwise.

13 DISSOLUTION

13.1 The Board may at any time be dissolved by a resolution passed by 75% majority of those members of the Board present and voting at a meeting of the Board of which at least 14 clear days notice shall have been sent to all members of the Board. Such resolution may give instructions for the disposal of any assets held by or in the name of the Board, provided that if any property remains after the satisfaction of all debts and liabilities, such property shall not be paid or distributed among the members of the Board, but shall be given or transferred to such other institution or institutions having objects similar to the objects of the Board set up in the Island of Jersey, failing which in the United Kingdom, approved by the Royal Court pursuant to an application in accordance with Article 10 of the Law. Upon final distribution of the assets of the Board, the Board shall be deemed to be dissolved.

13.2 Any property on dissolution must not be distributed by way of profit or dividend to members but given or transferred to an organisation with similar objects.