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8th July 2013.



CRICKET PNG



CRICKET PNG

CONSTITUTION

6th June, 2013



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INTREPRETATION

The following terms shall bear the respective meanings wherever used in these Rules, unless inconsistent with the context.

"Board" shall mean the Cricket PNG (Papua New Guinea) Board.

"Affiliated Association" shall mean any Association duly admitted by the Board and a member thereof. *"Committee"* shall mean the Board referred to in Clause 15.1.

"Sub-Committee" shall mean any Sub-Committee appointed by the Board

"Cricket PNG" means the incorporated body called the Papua New Guinea Cricket Board Inc.

"Secretary" shall mean the Secretary of the Board.

"Treasurer" shall mean the Treasurer of the Board.

"Special Meeting" shall mean any Meeting called for a special purpose referred to in Clause 22.

"Financial year" shall mean the year 31 December.

1. BOARD

1.1 NAME, OFFICE AND MEMBERSHIP

- 1.1.1 The name of the Board shall be the "*Cricket PNG Board*" ("*the Board*").
- 1.1.2 The registered office of the Board shall be situated at the registered office of Cricket PNG be determined from time to time by the Board.
- 1.1.3 The Board shall consist of independent Directors who shall serve Cricket in PNG under the guidelines of the International Cricket Council (ICC) Charter and at all times promote and foster the growth of the sport through good governance.
- 1.1.4 A person shall be eligible for life membership of Cricket PNG and the said life member shall have voting rights at the Annual General Meeting, subject to Meeting the established criteria.
- 1.1.5 The Cricket PNG Board will set out criteria and requirements for the appointment and eligibility of a Life Member.

2. COLOURS

- 2.1 The colours of the Cricket PNG are black, red and gold.
- 2.2 Each affiliated Association shall nominate its colours for the record of the Board.

3. OBJECTS

The objects for which the Cricket PNG Board is established are:

- 3.1 to promote advance and foster the game of cricket (being outdoor, indoor, beach cricket, disabled cricket or any other format) throughout Papua New Guinea;
- 3.2 to be the National governing body of the code and be a member of the International Cricket Council ("**ICC**") representing Papua New Guinea;
- 3.3 to ensure that cricket players, umpires and coaches standards are as approved by the ICC;
- 3.4 to ensure that teams representing Cricket PNG are well prepared to achieve the highest ranking levels possible in ICC; or equivalent governing body, (dependant on format).
- 3.5 to control all cricket played throughout Papua New Guinea, prevent infringement of the constitution and by-laws of Cricket PNG and protect cricket from abuse;

- 3.6 to foster friendly relations among the officials and players of cricket by encouraging cricket games in Papua New Guinea to be played within the guidelines of the ICC "Spirit of Cricket" and the Internationally recognized MCC "Laws of the game".
- 3.7 to prevent racial, religious, gender or political discrimination or distinction among cricket players in Papua New Guinea;
- 3.8 to promote, provide for, regulate and manage cricket tournaments, games and the grass roots development of Cricket in Papua New Guinea;
- 3.9 to promote, provide for, regulate and manage cricket players representing Papua New Guinea;
- 3.10 to co-operate with the ICC, other members of the ICC and other bodies in the promotion and development of, or otherwise in relation to, Cricket, the Statutes and Regulations and the Laws of the Game;
- 3.11 to facilitate the provision and maintenance of grounds, playing fields, materials, equipment facilities and all necessary actions to grow Cricket in Papua New Guinea; and
- 3.12 any other objective which, in the opinion of the Board, is in the best interests of Cricket.
- 3.13 to ensure that Cricketers representing PNG abide by the ICC Anti-doping, Racism and Anti-gambling policies.

4. POWERS

In pursuance of its objects the Board shall have the following powers:-

- 4.1 To Affiliate based on nominated criteria being met, establish, support or aid in the establishment or support of any Association, Society, Fund or group which is calculated to benefit or promote the game of cricket.
- 4.2 To acquire by purchase, lease or otherwise any land, any buildings, plant and equipment necessary to grow the sport, and to permit the same to be used by members, employees and servants of the Board either gratuitously or for payment.
- 4.3 To employ any person(s) whether full time, part time or casually and to make payment of fees for any service for the betterment of the business.
- 4.4 To trade either directly or indirectly in the purchase or manufacture and sale of material and equipment necessary or auxiliary to the game of cricket or any other promoted sports in so far as such trade is to the benefit and convenience of members.

- 4.5 To trade in the purchase and resale of all kinds of refreshments and provisions required or used by members and their guests in compliance with the Papua New Guinea laws as amended from time to time or any re enactment or statutory modification thereof for the time being in force.
- 4.6 To promote and conduct either alone or jointly with any other Association, Club or persons any Meetings, competitions and matches in connection with the game of cricket or any other sports or pastimes. To offer, give or contribute towards prizes, medals and awards therefore and to promote, give or support dinners, balls, concerts and other legal activity that benefits Cricket.
- 4.7 To work with, co-operate or engage in activity with any other Sport, Association, Council, Club or Society having objects wholly or in part similar to those of the Association as deemed appropriate by the Board.
- 4.8 To engage in any appropriate legal action as deemed necessary by a majority vote of the Board.
- 4.9 To open and operate any Bank, Building Society or other investment account so long as there are two (2) signatories and all accounts are annually audited.
- 4.10 To accept payments of all kinds whether by subscription, donation, playing fees, affiliation fees or otherwise and to either hold or dispense with the same in the furtherance of any of the objects of the Board.
- 4.11 To levy charges, raise fees, impose fines and other imposts.
- 4.12 To engage in any other activity as might be deemed appropriate in the promotion of cricket.

5. BOARD OF MANAGEMENT

- 5.1 Each person who holds office as an Officer of the Cricket PNG Board at the date these Rules take effect shall continue in office until the expiration of the term for which that person was elected or appointed
- 5.2 Subject to these Rules, the Board of Cricket PNG shall be totally independent of any Cricket Association, (Except for the one (1) elected Representative of the Affiliated member Associations, who shall be the voice of member Associations for a period of 12 months). Excluding this role (only) no Cricket PNG Board member may hold current office in any Affiliated or non Affiliated Cricket Association for a period of 12 months prior to the commencement of their term or while in office as a Board member. The members of the board consist of the officers of the Association whom shall be elected by the Members of the Association in an Annual General Meeting in accordance with these Rules.

5.3 The Officers of the Association Board are:-

A Chairman; a Deputy Chairman, a Treasurer; a Secretary, an Infrastructure & Development Director, a Women's Cricket Director and an Affiliated Associations Representative..

- 5.3.1 The Chairman, Infrastructure & Development Director and the Treasurer, respectively, shall be elected in each year of even number and the Secretary, Deputy Chairman and Women's Cricket Director shall be elected in each year of odd number. Each officer shall be elected for a term of office of two (2) years from the date of his or her election and each Officer shall be eligible for re-election at the end of any term.
- 5.3.2 If a casual vacancy occurs as an Officer of the Association the existing Board may appoint a person to the vacant office and the person so appointed shall hold that office up to and including the conclusion of the Annual Meeting next following the date of his appointment.
- 5.3.3 The Affiliated Association Representative, must be an elected Office bearer of a member Association and remain current in that role for the duration of their term. The Cricket PNG board position shall be for a term of 12 months and at each Annual General meeting the member Associations shall elect their Representative. Nominations for this role must be delivered to the General Manager or sent to the Secretary C/- of the Board at the registered address of Cricket PNG not less than 21 days before the date fixed for holding the Annual General Meeting. The elected representative shall be eligible for re-election at the end of any term. The elected member shall have 50% of travel required if living outside of Port Moresby paid for by Cricket PNG and the balance shall be met by the member Associations equally.

5.4 Election of Officers of the Board.

An individual who is at least 21 years of age may be nominated for election to a position as a member of the Board, so long as they do not hold any official position on the executive of any Affiliated or non affiliated Cricket Association (Excludes Affiliated Association representative who must hold office during their full term on the Cricket PNG Board).. (Refer 5.2)

- 5.4.1 A nomination for election at an Annual General Meeting of a candidate as a Board Member of Cricket PNG by an Affiliated Association; must be as a result of a resolution made at a meeting, with a quorum present by that Association's Board, which must be minuted, and submitted in writing, executed respectively, by two (2) authorised officers of a Member (Affiliated) Association, or separately by authorised officers of two Members (Affiliated Associations) and must be accompanied by the written consent of the candidate, which may be endorsed on the nomination form; and must clearly identify the office or the position for which the candidate is nominated; and

5.4.2 must be delivered to the General Manager or sent to the Secretary C/- of the Board at the registered address of Cricket PNG not less than 21 days before the date fixed for holding the Annual General Meeting.

5.4.3 A candidate may be nominated for more than one vacancy and, if elected to one vacancy, his or her nomination for any other vacancy lapses.

5.4.4 Subject to these Rules, the order in which vacancies of the Board are to be filled is as follows;

5.4.4.1 In an even year three (3) officers are elected in this order;

first, the office of Chairman;

secondly, the office of Treasurer;

thirdly, the office of Infrastructure & Development Director

5.4.4.2 And In an odd year three (3) officers are elected in this order;

first, the office of Secretary;

secondly, the office of Deputy Chairman;

thirdly, the office of Women's Cricket Director

5.4.5 Only if no candidate is nominated to fill a vacancy at an Annual General Meeting the Chairperson at that Meeting may invite and receive nominations from the Members represented at that Meeting.

5.4.6 If only one candidate is nominated to fill a vacancy that candidate shall be declared to be elected unopposed to that vacant office or position.

5.4.7 If more than one candidate is nominated to fill a vacancy a ballot must be conducted to elect a candidate to fill that vacant office or position.

5.4.8 The ballot to fill a vacancy must be conducted at the Annual General Meeting and in a sealed vote counted by the existing Secretary or in such manner as the Board shall direct.

5.5 Board Vacancies

Subject to these Rules, the Act and the Regulations a person ceases to be an Officer or to hold a position as a member of the Board if that person:-

- 5.5.1 Dies or resigns by giving the Board one month's written notice of his or her intention to resign; or
- 5.5.2 Is removed by resolution of the affiliated members of Cricket PNG is in a General Meeting held in accordance with these its Rules; or
- 5.5.3 Fails to attend 3 consecutive Meetings of the Board without first obtaining leave of absence or providing reasonable justification for his or her absence
- 5.5.4 Becomes a person who is subject to or whose affairs are managed under the law relating to mental health; or
- 5.5.5 Becomes an insolvent under administration person within the meaning of the Insolvency Corporations Law; or
- 5.5.6 Is prohibited from being a Director of a Company under the Corporations Law
- 5.5.7 The Board shall fill any vacancy that occurs during a year until the next AGM where an election would be held to fill the position for a new term.

5.6 General Manager

- 5.6.1 The Board shall appoint a suitably qualified person to be employed full time as its General Manager upon such terms and conditions it sees fit.
- 5.6.2 Powers, duties and authorities of General Manager

The General Manager holds office on the terms and conditions (including as to remuneration) and with the powers, duties and authorities, determined by the Board.

The exercise of those powers and authorities and the performance of those duties, by the General Manager are subject at all times to the control of the Board.

- 5.6.3 Suspension and removal of General Manager Subject to the terms and conditions of the appointment, the Board may suspend or remove the incumbent from that office.
- 5.6.4 General Manager to attend Board Meetings The incumbent is entitled to notice of and to attend all Meetings of the Board, and any Committees and may speak on any matter, but does not have a vote.

5.7 Other Officials

- 5.7.1 There shall be appointed annually by the Board, the Patron, Publicity Officer, Media/PR Advisor (see section 33), National Selection Panel (s), Lawyer and an Auditor. The Board shall determine what remuneration if any shall be paid to these appointees.

5.7.2 The board may, at its discretion appoint any other necessary subcommittees to further the development of Cricket in PNG.

6. COMMON SEAL

6.1 The Board shall have a Common Seal, which shall not be used unless resolution of the Board authorizing such use has been passed, and every use shall be recorded in the Board minutes. The Chairman, Deputy Chairman, Secretary, and Treasurer shall be the seal holders of the Board. The seal shall be kept securely by the General Manager.

6.2 The Common Seal shall not be used other than in the presence of at least two (2) seal holders.

7. POWERS AND DUTIES OF OFFICERS

7.1 The Chairman shall:-

7.1.1 Chair all Meetings and see that the business is conducted in a proper manner.

7.1.2 Call Meetings of the Board in all cases of emergency.

7.1.3 Represent the Board on all ceremonial occasions.

7.1.4 Ensure that the objects of the Board are carried out.

7.1.5 Have a deliberative and a casting vote at all Meetings.

7.2 The Deputy Chairman shall:-

7.2.1 Chair all Meetings in the absence of the Chairman.

7.2.2 Have the same powers and rights as the Chairman in their absence.

7.3 The Secretary shall:-

7.3.1 Generally perform the duties of the Board's Executive and Public Officer.

7.3.2 Attend all Meetings and take minutes of same.

7.3.3 Receive all Board correspondence and sign, dispatch and retain a copy of all outward Board correspondence.

7.3.4 Report any irregularities relating to these Rules.

7.3.5 Under the direction of the Board, generally promote and foster the General affairs of the Board and carry out any other duties that might be determined from time to time.
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7.4 The Treasurer shall:-

7.4.1 Keep a correct account of all moneys received and expended.

7.4.2 Attend all Meetings and present at each Board Meeting a financial report, a statement of all accounts and a budget analysis.

7.4.3 Report on all fees, fines and other moneys tendered by Affiliate Associations and all moneys received into such Bank accounts approved by the Board.

7.4.4 Review a Statement of Income and Expenditure and Balance Sheet prepared by General Manager and present same at the Annual General Meeting.

7.4.5 Review a draft Budget prepared by the General Manager for consideration by the Board and monitor the Budget during the course of the financial year.

7.4.6 Liaise with and take advice from the Secretary and provide administrative support to the Secretary as required.

7.5 Cricket PNG Office and its General Manager

7.5.1 Register all affiliated Associations after acceptance of the Board of submissions.

7.5.2 Maintain a National Participant Database of the names, addresses and other relevant data of all playing members registered by each affiliated Association.

7.5.3 Create systems to record player and performance data.

7.5.4 Supply individual batting and bowling statistics for each national player and any other player's statistics of interest to the selection committee.

7.5.5 Liaise with and take advice from the Secretary, Treasurer all Board members and provide administrative support to the Board and to the Secretary as required.

7.5.6 Organize all matters pertaining to the Annual Yearbook as required by the Board.

7.5.7 Pursue such avenues of potential income or sponsorship as deemed appropriate by the Board.

7.6 The Publicity Officer shall:-

- 7.6.1 Publicize and promote the activities of the Board through the various forms of media.
- 7.6.2 Ensure that a high level of promotion is maintained to support affiliated Associations regarding their competitions.
- 7.6.3 Receive match scores, in Affiliated Associations for insertion in the Press.
- 7.6.4 In conjunction with the Cricket Office, ensure that sufficient data, documents, etc are retained to preserve a history of the activities of the Board and Cricket PNG for posterity.

7.7 The Auditor shall:-

- 7.7.1 Examine the books, papers, records and correspondence dealing with the finances of the Board and provide to the Board an audit report within thirty (30 90) days of the end of the financial year which states whether or not the financial statements give a true and fair view of the financial position of the Board as of 31 December and of the result of its operations for the year then ended in accordance with International Accounting Standards.
- 7.7.2 Make any enquiries he deems fit or expedient in connection with reporting on the financial affairs of the Board.
- 7.7.3 Audit the books prior to the Annual General Meeting or any adjournment thereof.
- 7.7.4 Have the power, if requested to do so by a Special Meeting, to make a special audit at any time.
- 7.7.5 He has the right to attend the annual general meeting.

7.8 Director of Infrastructure and Development shall:-

- 7.8.1 Support the General Manager to liaise with Local Government authorities and other relevant bodies regarding the development, the acquisition, upgrading and repair of cricket grounds and pitches used by the Cricket PNG and Affiliated Associations.
- 7.8.2 Shall work actively with the General Manager on the development of a future facility plan and engage support of local business to develop International standard facilities and infrastructure in PNG.

7.9 Director of Women's Cricket

- 7.9.1 Support the General Manager/in growing Women's participation in Cricket as players, officials, coaches, umpires and volunteers in PNG.

- 7.9.2 Utilize contacts and assist in developing relationships with Government and business to support the growth of Women's Cricket
- 7.9.3 Assist in the creation of strategies and or promotion relating to the growth of Women's Cricket in PNG.
- 7.9.4 Network where and when possible with other sporting codes to cross pollinate Women's participation and involvement in Cricket.

7.10 Discretionary Powers

The Chairman and the Secretary in consultation with the General Manager shall have the power to deal, at their discretion, with any matter brought to their notice which, in their opinion, is not of sufficient importance to warrant a Special Meeting. In the event of their disagreement on any urgent matter, it must be referred for decision to a Meeting of the Board. All such decisions shall be reported to the next Board Meeting.

8. BANK

The bank of the Board shall be such bank as determined by a recommendation from General Manager, taking into consideration partnership agreements and the Board's accounts shall stand in the name of Cricket PNG either the Chairman or if unavailable the Treasurer shall be the first signatory and either the General Manager of Cricket PNG or if unavailable, another authorized signatory shall be the second signatory for all cheques issued by Cricket PNG

9. NON-PROFIT ORGANISATION

The income and property of Cricket PNG shall be applied solely towards the promotion of its objects. No portion of the income and property shall be paid, transferred or distributed directly or indirectly to the members of the Board. However, nothing shall prevent the payment in good faith of remuneration to any officer or employee of the Board or to any person other than a member, in return for services rendered to the Board so long as these payments have been agreed and minuted as a result of a Board Meeting.

10. DISSOLUTION

- 10.1 The Cricket PNG Board shall be dissolved and the operations of the Board cease and are wound up if a resolution to that effect is carried by a three-fourths majority of the members of the Board present at and entitled to vote at an Annual General Meeting or a Special General Meeting of the Board convened to consider the question.

- 10.2 Upon the winding up or dissolution of Cricket PNG Board, if there remains after the payment and discharge of all just debts and liabilities any money whatsoever, the same shall be paid to or distributed amongst such charitable institution or institutions which have objects similar to the objects of this Cricket PNG Board as may be determined by the Board, or by the Special General Meeting at which it was resolved to dissolve the Board or, failing that, shall be distributed by a Judge of the National Court of Papua New Guinea.

11. AFFILIATION TO CRICKET PNG

11.1 Membership

- 11.1.1 Cricket PNG will develop cricket associations throughout Papua New Guinea and to invite each Association to apply for membership; based on their ability to meet the Affiliated Association guidelines.
- 11.1.2 To become an affiliate member an Association must meet the following criteria in order to apply:-

For any Association to become an Affiliate the following basic guidelines must be met annually. A letter of application is needed to start the process from a interested or invited Association. Once received an Application form will be provided which must be filled out in detail for consideration by the Board of Cricket PNG.

- i. An Association must have a bank account established with minimum two signatories, a quarterly Financial report established that must be sent to Cricket PNG, (at end of each quarter) and have a minimum of K1.000.00 in its account at all times so that it can demonstrate sustainability. Alternatively, Cricket PNG shall assist RURAL based Associations in a 12 month grace period by managing it's affairs until their Bank Account and IPA Registration is operational. Rural based associations must have minimum K500.00 in their accounts at all times to demonstrate sustainability.

Any financial transaction of which Cricket PNG provides funding for in these Affiliated Associations must have the endorsement of the General Manager of Cricket PNG.

- ii. An Association must have a Committee of Management with a minimum of five (5) people elected either annually or bi-annually at an Annual AGM.

- iii. An Association must operate under a Constitution and hold an AGM before June 14 th each year, following the completion of their Season. (CPNG has option of requesting minutes if required).
- iv. An Association must have one (1) local business sponsor of a minimum of K1,000.00 to demonstrate their efforts to make themselves sustainable each Season. Alternatively, Cricket PNG shall have discretionary powers to make exemptions
- v. An Association must have as a minimum standard 4 clubs and charge each club a minimum annual fee of K100. The Association must keep a master record of each clubs registered players, (including Proof of age in Junior competitions). An Association must keep records of all matches played in official competitions (Premiership Season), (the results and individual statistics) and award a premiership to the winner of each official competition annually as well as recognize: the Best Batsman (Aggregate) and Best Bowler (Aggregate) for the Season in each grade/competition.
- vi. As a minimum standard an Association must run an 8 to 16 week competition for 4 Teams to qualify for Affiliation. Weather permitting the season must start before October 31st annually and must be completed by March 31st the following year, (6 months). Associations can however adjust their competitions to suit climatic or weather patterns in their respective areas. A Competition can be either Twenty/20 (T20), One day Competition 30, 35 or maximum of 40 over's per side or 2 Day matches of 70 or 80 overs per side. In Women's and Girls 8-a-side Team composition is acceptable to develop and encourage Women's participation.
- vii. All Associations are encouraged to have a Competition for Men, Women (Open age), U/19 Boys, U/16 Boys and Girls (13 – 17). Running a competition in each sector is not mandatory BUT additional funding is available for Association's who do.
- viii. Associations are asked to adopt and use as a minimum standard authorized Cricket PNG competition playing rules.
- ix. To be Affiliated an Association must have a minimum of four (4) Level 1 Accredited coaches and four (4) Level 1 Accredited umpires. If an Association is a 2nd tier or higher Association with 12 Clubs or more they must have as a minimum (16) Accredited coaches and (16) Accredited Umpires available to officiate Men's and Women's matches and U/19's.

- x. An Association must have a code of conduct for all players and spectators. This code must strictly prohibit drinking of alcohol during any match and prohibit any player using or playing under influence of drugs. An Affiliated Association must have a policy in place acting against "Racial vilification" and referring any instances to an Independent tribunal for review. Any Affiliated Association that allows the sport to be brought into Disrepute will have their Affiliation reviewed and funding discontinued. An Affiliated Association must be able to detail and demonstrate an Independent tribunal and judicial process for reviewing all matters of poor behaviour or dispute outside of its Committee of Management.
- xi. An Affiliated Association is encouraged to have insurance covering Public Liability as a minimum standard.
- xii. An Association must actively report its competition matches (draws) and results in Local media (Newspaper & Radio) each week. Weekly results are to be faxed or rung through to the Cricket PNG office each Monday following the weekend matches.
- xiii. Any change of Season should first, have the approval of the Cricket PNG Board. 11.1.3 The Board must review the application for membership under this article 11.1 of each of those Affiliated Association that accept the invitation according to article 11.1.1. 11.1.4 The Members must ensure that their representatives are selected from their respective elected officeholders.

11.2 Duration of Membership

An Affiliated Association maintains its membership, by paying the annual membership fees to Cricket PNG as determined by the Cricket PNG Board from time to time and until such time as:

- 11.2.1 their membership is ceased according to articles 11.5 or
- 11.2.2 fails to meet the requirements of the Affiliated Association policy.

11.3 Obligations of Members

Each Member and their Participants must:

- 11.3.1 agree to be bound by the Laws of the Game, and the Constitution and by-laws of Cricket PNG;
- 11.3.2 pay the fees and subscriptions set out by Cricket PNG annually;

- 11.3.3 Comply with the Affiliated association policy relating to good Governance, have a Committee of five (5) and hold an Annual General Meeting and advise the General Manager/ in writing of the names and contact details of its elected officials and send a copy of the minutes of their Annual General Meeting and their latest financial statement within 30 days of their AGM.
- 11.3.4 Conduct cricket competitions for Juniors (boys and girls), Men, Women and if applicable (Disabled players) inline with the Affiliation policy and Cricket PNG pathway in their Region; and
- 11.3.5 Agree to submit or make available Minutes of their Meetings if/when required by Cricket PNG
- 11.3.6 Those who do not comply with the Affiliation policy may, at the absolute discretion of Cricket PNG have their membership terminated by Cricket PNG.

11.4 Admission of Members

Before admission as a Member, an Affiliated Association invited by Cricket PNG to apply for membership must sign an application agreeing to be bound by this Constitution, and the By-Laws of Cricket PNG.

11.5 Ceasing to be a Member

An Affiliated Association ceases to be a Member on the occurrence of any of the following:

11.5.1 resignation;

11.5.2 becoming bankrupt or insolvent;

11.5.3 the termination of their membership according to this Constitution

11.6 No claim against the Associated Board

No Member whose membership ceases has any right to claim against Cricket PNG or it's Executive for damages or otherwise.

11.7 Members' Liability

The liability of a Member association of Cricket PNG to contribute towards payment of the debts and liabilities of Cricket PNG or the costs, charges and expenses of the winding up of Cricket PNG is limited to the amount, if any, unpaid by the Member in respect of membership of the Board as required by article 11.3.2.

11.8 Indoor or other forms of Competition

Affiliation is open to all forms of Cricket so long as it meets the agreed Governance criteria. An Association that seeks Affiliation to the Cricket PNG Board does not possess the requirements for admission may apply to the Board and the Board may consider its application on its own merits.

11.8.1 The Board shall take into account, among other matters, whilst deliberating on the matter;

11.8.2 Spirit of the game

11.8.3 Development of the game

11.8.4 Governance and ability to professionally manage its affairs

11.8.5 Promotion of the game in that particular region

11.8.6 An application under this clause shall be considered on its own merits and no decision of the Board shall have a precedent binding effect.

12. SUSPENSION OR EXPULSION OF ASSOCIATIONS

12.1 The Board may suspend or expel any affiliated association on the grounds:

12.1.1 That the Association's membership fees are in arrears ; or

12.1.2 That the Association has failed to comply with any lawful requirement of the Board ; or

12.1.3 That the Association either of itself or through any of its members has conducted itself in such a way that the Board concludes that such conduct has brought, or has tended to bring, Cricket PNG or the game of cricket into disrepute.

12.1.4 Cricket PNG shall take over the management of the suspended Association for the duration of the suspension.

12.2 Upon the expulsion of any affiliated Association from the Board, the expelled Association shall no longer be recognized as an Affiliated member of Cricket PNG.

12.3 An expelled Association may appeal against its expulsion to either the next Annual General Meeting or to any Special Meeting which it may, by its own motion, call for that purpose giving not less than twenty one (21) days notice. Such appeal shall be by way of notice to such Annual General Meeting or

Special Meeting that the expulsion be rescinded. A simple majority of those present and voting in favour of a rescission of the expulsion shall affect such a rescission of the expulsion.

13. DISBANDMENT OF AFFILIATED ASSOCIATIONS

Any Association disbanding at any time and being unable to fulfil its engagements, shall be released there from upon application in writing and upon payment of all fees due to the Board. From the date of granting such application, such Association shall cease to be an affiliated Association within the meaning of this Constitution and shall be under no liability whatsoever to the Board.

14. PAYMENT OF ACCOUNTS

All monies, other than affiliation fees, due to the Board shall be paid within thirty (30) days after the same have been imposed. Any Association or affiliated Association failing to comply with this clause may be excluded from competing in matches conducted by the Board until payment shall have been made.

15. VOTING RIGHTS

15.1 THE BOARD

15.1.1 The Board shall consist of the Chairperson, Deputy Chairman, Secretary, Treasurer, Infrastructure & Development Director, Affiliated Association Representative and Women's Cricket Director. Each member shall have one (1) vote, excluding the Chairman who shall have a casting vote where required.

15.2 Notwithstanding any other provision in this Constitution and subject to the Associations being affiliated to the Board each affiliated Association shall have one (1) vote for the purposes of electing the Board as shall any Life member have one (1) vote.

15.2.1 For the purpose of electing the Board an Association voting decision should have been taken at an Association Board Meeting with a quorum present and must be minuted.

15.2.2 For the purpose of electing the Board the Affiliated Associations Representative shall not have a vote in an Annual General Meeting or Special General Meeting.

15.2.3 The Affiliated Associations representative however shall have one vote in normal meetings.

- 15.3. In the event of a nominated representative of an affiliated Association or any Life member being unable to attend the AGM or any other Meeting as advised by the Board, the President of that Association, or the Life Member shall be empowered to appoint a proxy to attend and vote on its behalf. The original proxy form (*which shall be in the prescribed form contained in the By-Laws*) signed by the President of that Association or Life Member should bear the name of the person appointed proxy and should reach the Secretary of the Board prior to the commencement of the Meeting. To be a valid proxy individual shall not be appointed by more than one (1) association as its proxy.
- 15.4 The appointment and period of employment of any paid employees of the Board must be made a majority vote of the Board.
- 15.5 In the event of the Chairman and Deputy Chairman being absent from any Board meeting, an Interim Chairman shall be elected from the members present. The Interim Chairman shall then have the same powers and rights as the Chairman in their absence.
- 15.6 Should there be any item discussed at any Meeting relating to an Association or player and an Office Bearer or Board member be that player or a member of that Association, he shall be excluded from voting on any decision in relation to that item.
- 15.7 Cricket PNG management shall be empowered to initiate or introduce and conduct Local, National and International Tournaments/Competitions, create any Advisory groups and other related activities and to do all such acts, deeds or things it thinks necessary and proper in accordance with the objects of the Cricket PNG Board.

16. POWERS AND DUTIES OF BOARD

- 16.1 Award all trophies given by or placed at the disposal of the Board.
- 16.2 Recommend any person to be elected as a life member of the Board.
- 16.3 Perform any other *act* deed or thing which is in the Board's judgment for the benefit of Cricket PNG.
- 16.4 Alter, delete or add to the By-Laws at any Board Meeting, by a two-thirds majority of votes of all present at the Meeting.

17. SELECTION COMMITTEE

- 17.1 A series of National Selection Committees, consisting of at least three (3) to (5) five people shall be ratified by the Board Annually based on the recommendations of the General Manager. Each panel reporting to General Manager shall select players in accordance with the Cricket PNG selection Policy. All Teams are to be approved by the Board to compete in all International matches, Association matches and other matches arranged by Cricket PNG. The Term shall be from February 14th which will end on 7th February in the second year (24 months).
- 17.2 Each member shall have one (1) vote in the selection process.
- 17.3 One (1) member shall be appointed as Chairman of Selectors for each Committee.
- 17.4 The selection committee chairman shall present its selection of players including Captain, to the General Manager of Cricket PNG. The Chairman of Selectors shall have a casting vote besides his deliberative vote in selection Committee meetings.
- 17.5 The Board shall ratify all selections before any Team is announced.
- 17.6 Coaches, Support staff and Team Manager appointments will be approved by the Board based on recommendations presented by the General manager as required. Appointments shall be discussed a minimum of 3 months prior to any engagement and the term will be determined based on the Event or the role.

18. DISCIPLINARY TRIBUNAL

- 18.1 A Disciplinary Tribunal, consisting of at least three (3) independent persons, and will include the General manager with one of whom shall be Chairman, shall be appointed by the Board following a recommendation from the General Manager annually at the first Meeting following the Annual General Meeting. The Board shall have the power to change the personnel of the tribunal in order to maintain its neutrality.
- 18.2 The Disciplinary Tribunal shall have the power to hear and determine matters before it in accordance with the By-Laws and guidelines on penalties to be imposed as approved by the Board, all and any report(s) laid against any player, official or club of any Affiliated Association or against any Affiliated Association provided that such report shall have been laid against such player, official, club or Association in the manner described in the By-Laws.
- 18.3 Upon completion of a hearing conducted by the Disciplinary Tribunal the tribunal outcome shall be reported by the General Manager to the CPNG

Board Chairman and then report to the Board by written communication on the nature of the charge heard by it and its determination thereon. The Board shall review any recommended penalties for implementation within 3 working Days of the Review.

18.4 Any such Penalty shall apply across all Affiliated Associations and competitions.

19. PROTESTS, APPEALS AND COMPLAINTS

19.1 All protests, appeals and complaints will be referred to the Board, which shall have the power to modify or increase any penalty provided for in the Constitution or By-Laws.

19.2 Where an offence occurs not provided for in the Constitution or By-Laws, the Board may impose such penalty as it thinks fit. The decision of the Board in all cases referred to it By-Laws shall be final.

20. ANNUAL GENERAL MEETING

20.1 The Annual General Meeting for the Board shall be held not later than the last week of June and shall be open to all members of member Associations who shall have the right to speak on any matter brought before the Meeting but not to vote, move or second motions unless as an appointed representative or proxy of an affiliated Association. Life Members shall also be invited to attend.

20.2 The Secretary shall (through the General Manager), at least fourteen (14) days before any General Meeting, send to the President or Secretary of every member Association at the address provided to the Board, a notice of such Meeting stating the date, time and place it will be held and the business that will be brought before it, and shall, at least seven (7) days before the holding of such Meeting, give notice of the Meeting by advertisement in at least one (1) national daily newspaper. Notice given by facsimile or e-mail will be valid notice. It shall be the responsibility of each Association to organise its own Travel to attend as part of its Affiliation requirements.

20.3 The order of business at the Annual General Meeting shall be as follows:-

20.3.1 Minutes of the previous Annual General Meeting.

20.3.2 Correspondence.

20.3.3 Chairman's Report.

20.3.4 Treasurer's Report including Income and Expenditure Account and Balance Sheet.

20.3.5 Auditor's Report.

20.3.6 Deliberations on Annual financial reports and clarifications if sought by members prior to motion for adoption of financial reports.

20.3.7 General Manager report.

20.3.8 Affiliated Association Reports

20.3.9 Notices of Motion.

20.3.10 Appointment of a Presiding Officer by the member Associations, to oversee the conduct of the election of officers (*when due*),

20.3.11 Election of officers (*when due*) by eligible member Associations.

20.3.12 General Business.

20.4 Any Association, which is un-financial at the date of the Annual General Meeting or fails to meet the requirements of Affiliation Policy or any addendum thereof, shall not be permitted to take part in any vote upon any matter then submitted for decision. Neither shall any such Association be permitted to receive any benefits of affiliation with the Board.

21. Affiliated Member Meetings

21.1 The Board shall be obligated to meet twice annually with its members whenever and wherever it deems fit but shall not meet less than two (2) times in any twelve month period.

21.2 The Cricket PNG Board shall be obligated to meet no less than 6 times per year not including the Annual General Meeting or a Special General meeting

21.3 The order of business at a Board Meeting shall be as follows:

21.3.1 Minutes.

21.3.2 Correspondence.

21.3.3 Financial Statement.

- 21.3.4 Accounts.
- 21.3.5 GM's Reports.
- 21.3.6 Affiliated Association Reports
- 21.3.7 Appeals.
- 21.3.8 Notices of Motion.
- 21.3.9 General Business.

22. SPECIAL MEETING

- 22.1 A Special Meeting of the Board may be convened by a request in writing to the Secretary, signed by one (1) affiliated Association, stating the purpose for which it is desired to call such Meeting.
- 22.2 The Secretary shall, after conferring with the Chairman, give seven (7) days' clear notice in writing to all affiliated Associations and their representatives of the date time and venue of such Meeting. The Meeting shall be convened within fourteen (14) days of the receipt of the request.
- 22.3 No other business shall be transacted at such Meeting except that for which it was convened.

23. QUORUM

- 23.1 Before any business shall be entered into any Meeting, the Chairman shall be satisfied that a quorum is present, as follows:-
 - 23.1.1 Annual General Meeting or Special Meeting - a representative from one half of the Board and the Affiliated Associations.
 - 23.1.2 Board Meeting – a minimum of four (4) office bearers.
 - 23.1.3 Special Committee Meeting - a representative from one half of Committee members.

24. NON-ATTENDANCE

- In the event that an Officer Bearer or a Board member is absent from ~ or an affiliated Association is not represented at a meeting (as appropriate), the following shall apply
- 24.1 An affiliated Association not represented at the Annual General Meeting, or a Special Meeting shall be liable to a fine as determined by the Board.

24.2 If an Officer Bearer or a Committee member is absent from three (3) consecutive Committee Meetings without leave of absence, the provisions of Clause 5.5.3 shall apply.

25. MODE OF VOTING

At all Meetings of the Board the mode of voting shall be by a show of hands or, if demanded by any three (3) members, by secret ballot.

26. GOOD ORDER AND BEHAVIOUR

No member shall make an offensive reflection upon or impute any improper motives to any other member or office bearer. Any member so offending shall immediately withdraw such expression or imputation when requested to do so by the Chairman. If he refuses, the offender shall not be permitted to further address the Chair at that or any other Meeting or be allowed to act as a member of the Committee, until he shall have complied with such request.

27. MOTIONS AND NOTICES OF MOTION

27.1 Motions, other than merely formal ones, of which the Chairman shall be the judge, must be in writing and signed by the mover and seconder.

27.2 No resolution of the Board shall be rescinded at the same or subsequent Meeting except by a two-thirds majority of votes of all present, or at a Special Meeting, after notice of motion shall have been given at least seven days prior to such Meeting. The Chairman may, at his discretion, refuse to accept such rescinding notice of motion unless a resolution shall be carried by a two-thirds majority directing that such notice of motion be accepted.

28. STANDING ORDERS

There shall be standing orders prepared and approved by the Management Committee Board from time to time and that such standing orders shall provide the rules in relation to procedures at all Meetings and other related matters.(refer 36)

29. BY-LAWS

The Board shall have the power to make By-Laws under the procedures contained in the Standing Orders.

30. CONSTITUTION

Each affiliated Association shall be provided with two (2) copies of this Constitution, and affiliated Associations shall be held responsible to ensure.

that their members are familiar with its provisions. The constitution shall be displayed on the website of Cricket PNG as a matter of Public Record.

31. AMENDMENT OF CONSTITUTION

This Constitution may be amended only if:-

- 31.1 A written notice of motion, giving not less than fourteen (14) days notice thereof and signed by a proposer and seconder, is delivered to the Secretary;
- 31.2 Where a Special General Meeting is convened in accordance with this Constitution and the Notice of Motion given therewith is to amend the Constitution, and then the Special General Meeting may proceed to vote on the amendments so proposed;
- 31.3 Where a vote is taken on any proposed amendments to this Constitution, it shall pass only if three-quarters of those delegates eligible to vote and present are voting in favour for the amendment.

32. PUBLIC OFFICER

A Public Officer of the Board shall be appointed in accordance with Section 13 of the Associations Incorporation Act.

33. MEDIA/PR ADVISOR

The General Manager shall have the option to appoint a Media/PR advisor to assist the Cricket PNG business and or Board to ensure that Cricket maximizes its Media impact and leads the way in Professional Sports Administration. The Advisor in the Honorary position when filled, may be invited to attend Board meetings and advise on tactics, options to promote the Sport as deemed appropriate.

34. EFFECTIVE DATE

This Constitution once passed by Members will come into effect on the date of that Meeting or Special Meeting which will be held not later than the last week of February, 2013

35. NOMINATION OF LIFE MEMBERS

The Board shall from time to time accept or refuse Life Members as nominated. The following criteria's shall be met in the nomination.

- 35.1 Must have served in the Cricket PNG Board for a term of 5 years or more, must have served Cricket PNG for 10 years on a voluntary basis
- 35.2 Candidates must be nominated in writing by an Executive member of a Cricket Association who is a current Affiliate of Cricket PNG. This nomination must be seconded by another current affiliated association to the Cricket PNG Board. 35.3 Candidates can be nominated by a current Executive of the Cricket PNG Board.
- 35.4 To be awarded a Life Membership of Cricket PNG, a candidate must have 50% (per cent) or more votes of the Affiliated Associations along with the Officers of Cricket PNG Board.
- 35.5 Nominations must be submitted to the Secretary of the board 21 days prior to the date of an AGM in writing.

36. STANDARD FORMS

Cricket PNG shall have the following as Standard Forms

- 36.1 Application Form for " Affiliation to Cricket PNG " (CPNG Form 1)
- 36.2 Cricket PNG Affiliated Associations Funding Policy (CPNG Form 2)
- 36.3 Election of Office Bearer's Form (CPNG Form 3)
- 36.4 Appointment of Proxy Form (CPNG Form 4)
- 36.5 Life Membership Application Form (CPNG Form 5)

(All forms shall be kept in the Registered office of Cricket PNG and shall remain the proper of Cricket PNG unless required for use)

37. STANDING ORDERS

MADE under *Clause 28 & 29 of the Constitution* which provides that the Cricket PNG Board shall have Standing Orders in respect of rules relating to the order and conduct of business at all Meetings and other related matters.

Committee, or Special Meeting, the following shall apply:-

1. If minutes of a previous Meeting are presented to the Meeting they shall, before the Meeting shall pass onto any other business, be accepted as presented or accepted with modifications.
2. All reports received at any Meeting may be the subject of questions from the body of the Meeting and no further business may be transacted until such questions have been answered, or an undertaking to answer the questions when further information is to hand has been given.
3. The Chairman shall be the servant of all Meetings and, except at Sub-Committee Meetings, shall not, as Chairman, speak to any motion. If the Chairman wishes to speak to any motion he shall ask the Meeting to appoint another Chairman, vacate the Chair, and not resume as Chairman until the motion to which he spoke has been disposed off.
4. All speakers must address the Chair. The Chairman shall not allow any speaker to be heard who does not speak through him. The Chairman alone shall determine who shall be heard and in what order they shall be heard.
5. All speakers must stand and speak clearly and politely when addressing any Meeting except a Board member may remain seated.
6. Only one (1) speaker may be heard at a time and the speaker having the floor shall be heard without interruption unless called to order by the Chairman.
7. No speaker may speak twice to the same question, except the proposer of a motion who may reply to the Meeting after all speakers contrary to the question before the Meeting have been heard.
8. No proposer or seconder of any motion or amended motion may propose or second any amendment or further amendment of a motion.
9. Where possible the Chairman shall alternately call for speakers for, then against, the question before the Meeting.
10. No speaker shall be heard who shall use abusive or insulting language or behaviour of any type whether concerning a person or institution at the Meeting or not.

11. The Chairman shall be the sole judge of what constitutions abusive or insulting language or behaviour and should he determine that any speaker is guilty of the same he shall forthwith call the speaker to order and demand an apology and/or retraction and, should the same not be given, the Chairman may expel the speaker from the Meeting or order that he be not heard for the balance of the Meeting, or admonish him in whichever manner he deems appropriate.

12. A speaker may rise to make a point of order at any time during a debate up to the time when the Chairman orders that the question then before the Meeting be put.

13. A speaker making a point of order shall be heard. There shall be no debate on a point of order. The Chairman shall rule on the point of order before the debate progresses any further.

14. Notice of a motion requiring the giving of notice may be given at one Board Meeting for consideration at the next Board Meeting and, if so given, the Secretary shall transcribe the same and include it in its full terms in the agenda for next Board Meeting.

15. A motion that the motion be put" shall be accepted at any time during debate by the Chairman who shall immediately call for a seconder. If seconded, such motion is put to the vote without debate and if carried, the question then before the Meeting shall be put to the vote. If lost, the debate may continue.

16. A motion "that this Meeting disagrees with the ruling of the Chairman" or motions of that nature, if seconded, shall be put to the Meeting without debate. A motion so carried does not require the Chairman to leave the Chair.

17. The standing orders may be suspended at any time upon the vote of a simple majority at any Meeting but the motion to suspend standing orders does not carryover from anyone Meeting to the next.