

# VENTNOR CRICKET CLUB

ESTABLISHED 1850



Ventnor Cricket Club Limited  
A Charitable Company governed by its Articles of Association.

## RULES AND REGULATIONS ('THE CONSTITUTION') – February 2025

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### Preamble:

For the purposes of this document, Ventnor Cricket Club (VCC) is constituted as a charitable limited company and the following terms are interchangeable:

- The Club' means the 'Charitable Company' (Ventnor Cricket Club Limited)
- 'Trustee' means a 'Board Director' of the Charitable Company
- 'The Constitution' means these 'Rules and Regulations' of the Charitable Company.

The interpretation of this Constitution shall vest in the Executive Committee (Clause 5), who shall decide all questions relating to the Club save those specified in or involving an amendment to these rules and regulations (see clauses 18 and 20).

## **PART ONE – PURPOSE**

### **1. Name**

1.1 The Club shall be called Ventnor Cricket Club.

### **2. Affiliation**

2.1 The Club shall be affiliated to: The Isle of Wight Cricket Board; The Hampshire Cricket Board; and The England and Wales Cricket Board.

### **3. Objectives**

3.1 The promotion of community participation in healthy recreation for the benefit of the inhabitants of the Isle of Wight - in particular by the provision of facilities for playing cricket.

3.2 To foster and promote the sport of cricket at all levels within the community and within the sport, providing opportunities for recreation, coaching and competition.

3.3 To manage Steephill Cricket Gound and its facilities.

3.4 To ensure that all members, playing and non-playing, abide by the ECB Code of Conduct which incorporates the Spirit of Cricket and by the Laws of Cricket.

3.5 To ensure a duty of care to all members of the club by adopting and implementing the ECB 'Safe Hands – Cricket's Policy for Safeguarding Children' and any future versions of the Policy.

3.6 To ensure a duty of care to all members of the club by adopting and implementing the ECB Cricket Equity Policy and any future versions of the Policy.

3.7 The Club shall adopt and implement the ECB Anti-Discriminatory Code of Conduct and any future versions of this.

3.8 To encourage all members to participate fully in the activities of the Club.

## **PART TWO - GOVERNANCE**

### **4. Trustees, Directors and Boards**

4.1 The Club shall have not less than FOUR Trustees who will act as the Directors of both the Charitable Company and of the Charitable Company's subsidiary company, Ventnor Cricket Club Trading Limited (VCCTL), and will constitute their respective Boards of Directors.

4.2 FOUR Trustees will hold their appointments automatically upon their election to the Club posts of President, Chair, Secretary and Treasurer. Any holder of one of those posts who resigns from that post or is not subsequently re-elected to that post will be deemed also to have resigned their Trusteeship and Directorships simultaneously.

4.3 The Club's Executive Committee (Clause 5) shall have the power to nominate by resolution a maximum of THREE additional Trustees if it deems it expedient so to do.

4.4 For the purpose of giving effect to such Trustee nominations by the Executive Committee

(Clause 4.3), the President is hereby nominated as the person to appoint Trustees of the Club within the meaning of the Section 36 of the Trustees Act 1925 and shall by deed duly appoint the persons or persons so nominated by the Committee as the new Trustee or Trustees of the Club and the provisions of the Trustees Act 1925 shall apply to any such appointment. Any statement of fact in any such deed of appointment shall - in favour of a person dealing bona fide for value with the Club or the Committee - be conclusive evidence of the fact stated.

- 4.5 Ultimate responsibility for the management and direction of The Club vests with the Trustees but they shall delegate all day-to-day responsibility to the Club's Executive Committee (Clause 5) subject only to the following exceptions:
- 4.5.1 All legal and regulatory compliance as required from time to time by the Charity Commission
- 4.5.2 All legal and regulatory compliance as required from time to time by the terms of Company Law including but not limited to the filing of The Club's Annual Accounts.
- 4.6 To give effect to Clause 4.5, The Trustees shall meet as a Board of Directors not less than TWICE per calendar year and such meetings shall be deemed quorate if not less than 75% of the current membership of the Board shall be in attendance.
- 4.7 The property of the Club (other than cash, which shall be under the control of the Treasurer) shall vest in the Trustees to be dealt with by them as the Executive Committee shall from time to time direct by resolution (of which an entry in the minute book shall be conclusive evidence).
- 4.8 The Trustees shall be indemnified against risk and expense out of the Club property.
- 4.9 By accepting their appointment any new Trustee also undertakes to undergo such training in the discharge of their duties as may from time to time be recommended by the Charity Commission.

## **5. Executive Committee and Principal Officers**

- 5.1 In accordance with Clause 4.5, responsibility for the day-to-day management and conduct of the Club's affairs shall be vested in the Executive Committee which shall act for and on behalf of the Members and in accordance with the policies laid down at General Meetings.
- 5.2 The Executive Committee shall comprise the following TEN principal officers of the Club all of whom shall be elected each year at the Annual General Meeting (AGM) of the Club: President, Chair, Secretary, Treasurer, Child Welfare Officer (CWO), Chair of the Cricket Sub-Committee (who shall act as the Vice-Chairman of the Executive Committee) and the Chairs of the Finance and Commercial, House and Bar, Junior and Facilities and Grounds Sub-Committees.
- 5.3 The Secretary shall convene meetings of the Executive Committee not less than TEN times per calendar year and may also convene up THREE additional meetings of the Executive Committee together with other officers of the Club to review work exclusively on the Club's Development Plan. In all cases, the Secretary shall give not less than SEVEN days' notice.

- 5.4 The quorum for the transaction of business at Executive Committee meetings shall be FOUR members present and eligible to vote. In the absence of both the Chair and Vice-Chair those in attendance shall elect an acting chair.
- 5.5 Every question at a meeting of the Executive Committee shall be determined by a majority of the vote among the members present with every voting member having one vote.
- 5.6 In the event of an equality of votes at any meeting of the Executive Committee the Chair of the meeting shall have a casting vote.
- 5.7 In discharge of its role (Clause 5.1) the Executive Committee has powers including but not limited to:
- 5.7.1 Make recommendations to General Meetings of the Club
  - 5.7.2 Appoint Sub-Committees and as appropriate other ad hoc Working Parties to manage activities designated by the Executive Committee such as but not limited to those set out Clause 6.1
  - 5.7.3 Delegate responsibilities to the Sub Committees of the Club (Clause 6)
  - 5.7.4 Confirm and authorise recommendations from the Sub-Committees (Clause 6)
  - 5.7.5 Co-opt extra members to the Executive Committee (any such co-option to be confirmed by the following AGM)
  - 5.7.6 Invite other officers and members to attend meetings of the Executive Committee in a non-voting capacity
  - 5.7.7 Fill any casual vacancy occurring among the membership of the Executive Committee (any such appointment to be confirmed by the following AGM).
- 5.8 No member of the Executive Committee shall acquire any interest in property belonging to the Charity (otherwise than as a trustee for the Charity) or receive remuneration or be interested (otherwise than as a member of the Executive Committee) in any contract entered into by the Executive Committee.
- 5.9 Any member of the Executive Committee or other duly-appointed official of the Club for the time being who is a solicitor, accountant or other person engaged in a profession may charge and be paid all the usual professional charges for business done by him or her or his or her firm when instructed by the other members of the Executive Committee to act in a professional capacity on behalf of Charity: Provided that at no time shall a majority of the members of the Executive Committee benefit under this provision and that a member of the Executive Committee shall withdraw from any meeting at which his or her own instruction or remuneration, or that of his or her firm, is under discussion.
- 5.10 Nothing in the foregoing Clause 5 shall prevent a member of the Executive Committee holding more than one Executive Committee post simultaneously but for the avoidance of doubt any such members shall have only ONE vote.

## **6 Sub Committees and Other Officers**

- 6.1 Subject to the terms of Clause 5 in general and Clause 5.7 in particular, the Executive Committee shall establish the following FIVE Sub-Committees (whose chairs shall sit on the Executive Committee): Cricket, Facilities and Grounds, Finance and Commercial, House and Bar, and Junior.

- 6.2 The Executive Committee shall provide each Sub-Committee with terms of reference and the Sub-Committees shall in turn provide plans which will be included in the Club's Development Plan.
- 6.3 In addition to their chairs the Sub-Committees shall comprise at least the following principal officers and officers of the Club:
- 6.3.1 In all cases ex officio the President, Club Chair and CWO
  - 6.3.2 Cricket: captains of the Senior Men's XIs, vice-captain of the Men's 1<sup>st</sup> XI, ladies captain, head of ladies section, umpires' representative, scorers' representative.
  - 6.3.3 Facilities and Grounds: Ground Superintendent
  - 6.3.4 Finance and Commercial: ex officio the Treasurer, Fundraising Manager, Membership Secretary, Publicity Manager, Social and Event Manager, Website Administrator
  - 6.3.5 House and Bar: Bar Manager
  - 6.3.6 Junior: heads of Junior and Girls groups, coaches for Under 15, Under 13, Under 11 and Girls' XIs and the Junior and Girls Co-ordinator.

... together with other such members as the Sub-Committees at their discretion from time to time may choose to co-opt or the Executive Committee may recommend for appointment.

- 6.4 Irrespective of Clause 6.2, the Cricket Sub-Committee shall have powers to:
- 6.4.1 Discuss matters concerning the Club's cricket activities and to make recommendations to the Executive Committee on all such matters
  - 6.4.2 Call a Players' Meeting or organise other means of collecting information and views from players as necessary
  - 6.4.3 Organise a Selection Committee and manage all aspects of team selection.

## **7. Annual General Meetings, Election of Officers and Principal Officers and Voting Procedures**

- 7.1 The Annual General Meeting (AGM) of the Club (Ventnor Cricket Club Limited, VCCL) shall be held every year during the month of February when the annual report of the Executive Committee and the audited statement of accounts of both the charitable and trading companies up to the end of the preceding financial year as approved by their Boards together with a draft for the latest year shall be presented. (For the avoidance of doubt at for example AGM 2025 audited 22/23 and draft 23/24 shall be presented.)
- 7.2 The AGM of VCCL's subsidiary company, Ventnor Cricket Club Trading Limited (VCCTL) shall take place each year on the day chosen for the AGM of its parent Club and immediately following.
- 7.3 The Secretary shall give at least 14 days' notice of the date of the AGMs to all members by notices posted on the Club's website and on the notice boards at the Club and by other such means as they may deem fit from time to time.
- 7.4 The AGM shall elect the Principal Officers and Officers of the Club to serve in each case for one calendar year as follows:
- 7.4.1 Principal Officers (TEN):
    - President

- Chair
- Secretary
- Treasurer
- Chairs of the Cricket, Facilities and Grounds, Finance and Commercial, House and Bar, and Junior Committees
- Child Welfare Officer.

#### 7.4.2 Officers (TEN):

- Bar Manager
- Fixture Secretary
- Fundraising Manager
- Ground Superintendent
- Head of Ladies Section
- Junior and Girls Co-ordinator
- Membership Secretary
- Publicity Manager
- Social and Events Manager
- Website Administrator

... And such other officers as from time to time the Executive Committee may recommend for appointment by Annual General Meeting.

- 7.5 The Chair of Cricket shall notify the AGM of the appointment of the playing officers appointed by the Cricket Sub-Committee for the season ahead such as but not limited to the senior men's Captains and Vice-Captains and the Ladies Captain and Vice-Captain.
- 7.6 Nominations for all offices set out at Clause 7.4 may be made both before the AGM and from the floor at the AGM by any person eligible to vote at a General Meeting always subject to any such nomination having a proposer, seconder and a clear indication that the person nominated is willing to stand.
- 7.7 Extraordinary General Meetings (EGMs) shall be called by the Secretary on receipt of a request signed by not less than 12 members or one fifth of the members entitled to vote, whichever is the less, stating the object of such meeting. The Secretary shall give all members not less than FIVE clear days' notice of the date and purpose of any such EGM and any decisions by such an EGM are subject always to ratification by the Executive Committee.
- 7.8 All Full Members shall be entitled to vote at General Meetings of the Club – for the avoidance of doubt both Annual and Extraordinary - and shall have equal 'one-member, one-vote' voting rights in all matters. In addition, Junior members, in years 9 and 10 may attend and speak at General Meetings but not be able to vote except on playing matters.
- 7.9 The quorum for General Meetings shall be TWENTY voting members.
- 7.10 The Chair of the Executive Committee shall chair General Meetings. In their absence a chair shall be elected for the meeting.
- 7.11 In the event of a vote of no confidence in the Executive Committee being passed that committee shall resign and an immediate vote be taken to elect a new committee.

- 7.12 A motion shall be carried by a simple majority of those present and voting, except when the motion is a constitutional amendment which shall require a two-thirds majority.
- 7.13 The Chair of the meeting shall have a casting vote in addition to a deliberative vote.

## **8. Emergency Decisions**

- 8.1 Except as provided for by Clause 13, should any question arise that is not provided for in these rules, it shall be referred to an Emergency Committee consisting of at least two of the following: President, Chairman, Secretary or Treasurer; and at least three of the following, First XI Captain or Vice-Captain, one other senior captain, and one ordinary member. Any decisions of this committee will be binding until they can be discussed by the Executive Committee.

## **PART THREE – MEMBERSHIP**

### **9. General and Membership Fees**

- 9.1 The Club shall consist of principal officers, officers and members.
- 9.2 Membership of the club shall be open to anyone interested in the sport of cricket and who accepts and supports the objectives of the Club on application regardless of sex, age, disability, ethnicity, nationality, sexual orientation, religion or other beliefs. However, limitation of membership according to available facilities is allowable on a non-discriminatory basis.
- 9.3 In accepting membership a person agrees to abide by these rules and regulations (the 'Constitution') of the Club and by the rulings of the Executive Committee.
- 9.4 The club may comprise different classes of membership and subscription on a non-discriminatory and fair basis and the Executive Committee will seek insofar as is reasonably practical to set subscriptions at levels that will not pose any significant obstacle to participation.
- 9.5 On the recommendation of the Executive Committee any person, who has provided outstanding service to the Club, may be elected an Honorary Life Member at the Annual General Meeting and shall thereafter be entitled to all the privileges of the membership without any subscription.
- 9.6 The classes of membership shall be:

#### Full Members:

- Honorary Life Member.
- Life Full Playing Member
- Life Vice President (discontinued but present membership honoured)
- Full Playing Member (Senior Men)
- Full Playing Member (Ladies)
- Vice President
- Youth (students in further education aged 18+ and young playing members aged 16+)
- Social.

Junior Members (years 10 and below):

- Students in school years 9 and 10
- Students in school years 7 and 8
- Students in school year 5 and 6
- Students in school years below year 5

Other Membership:

- Temporary Membership will be available between October and Easter to allow new players to take part in coaching and other Club activities.

- 9.7 All applications for membership shall be on the prescribed form.
- 9.8 Membership fees shall be recommended to the Club's Executive Committee distinguishing between those members who are in full-time employment, members in full-time education, and junior members by the Membership Secretary in consultation with the Finance and Commercial and Cricket Sub-Committees. Fee levels proposed by the Executive Committee will be ratified at the next Annual General Meeting (AGM).
- 9.9 Annual membership fees fall due on 1<sup>st</sup> April of each year and are payable to the Club.
- 9.10 The Membership Secretary or Secretary shall notify all Members by notice on the Club Notice Board and on the Club website and by other such means as they may deem fit from time to time not less than 14 days prior to the due date for payment of the membership fees.
- 9.11 Notwithstanding the provisions of Clauses 9.8-9.10 the CWO plus one of Chair of the Cricket Committee, Secretary or Junior Coordinator in consultation with the Membership Secretary shall have the right to vary any individual member's subscription to make sure that no one is barred from playing due to financial reasons.
- 9.12 The Club Executive Committee may decide upon other charges or subscriptions at its discretion.

## **10. Discipline and Appeals**

- 10.1 The Executive Committee (EC) shall have the power to take appropriate disciplinary action against any member and shall have the authority to terminate the membership of any member guilty of conduct deemed to be to the detriment of the club. Any member may be suspended or expelled from the Club by a vote of not less than one half of the EC then present and voting if in the opinion of the EC such member may appear to deserve such suspension or expulsion. This rule shall be enforced subject to the following:
- 10.1.1 Appointment by the EC of a special Disciplinary Panel comprising three or five members and composed both of non-EC officers and other members but not for the avoidance of doubt of EC members;
- 10.1.2 Appointment by the Disciplinary Panel of one of their number to investigate the issue and, subject to their consent, to interview the member in question;
- 10.1.3 The presentation of recommendations by the Disciplinary Panel to the EC;
- 10.1.4 The opportunity for the member in question to be heard in their defence by a special meeting of the Executive Committee convened for that purpose;

- 10.1.5 The right but not the obligation for the member in question to have representation for both a Disciplinary Panel interview and a special meeting of the EC.
- 10.2 There shall be the right of appeal to the Executive Committee against any decision made by an officer of the Club.
- 10.3 Such appeal (Clause 10.2) should normally be considered within 14 days of it being received by the Secretary.
- 10.4 Any member wilfully injuring any property of the Club shall restore the same and be liable to expulsion from the Club.

## **PART FOUR - POLICIES**

### **11. Duty of Care & Welfare of Young People (WYoP, all those aged under 18 years)**

- 11.1 The Club with respect to its affiliations (clause 2) has adopted without reservation the ECB Policy known as 'SAFE HANDS Welfare of Young People in Cricket Policy' such that the Club and all its individual members have the Duty to ensure the Safety and Welfare of any young person involved in related activities, to safeguard them and protect them from reasonably foreseeable forms of harm.

### **12. Practice**

- 12.1 The ground and nets are available for use by members for practice. It is the member's responsibility to make sure that the correct safety equipment is used and that the facilities are used correctly. An adult should be present if the facilities are used by junior members.

### **13. Use of Ground**

- 13.1 The Executive Committee upon such terms and conditions as they think fit shall have powers to:
  - 13.1.1 Grant use of the ground or pavilion or materials to any such person or persons for the purpose of cricket or otherwise subject to their being in the interests of the Club and/or the encouragement of cricket
  - 13.1.2 Let the grazing rights.
- 13.2 In an emergency these powers (Clause 13.1) may be exercised by the Chair and Secretary jointly.

### **14. Staff**

- 14.1 Responsibility for the employment of paid staff and the management of volunteers rests with the Executive Committee.
- 14.2 An employee can enjoy the facilities and privileges of the Club but cannot take part in any discussions involving pay or conditions at Committee or General Meetings.

### **15. Supply of Intoxicants**

- 15.1 The supply to the Club of intoxicating liquors and all questions relating to that supply shall be under the control of the House and Bar Sub-Committee as appointed by the Executive Committee (Clauses 5 & 6).
- 15.2 The House and Bar Sub-Committee, on behalf of the Club, shall arrange for the purchase of drinks to be sold over the Club bar and determine the prices set.
- 15.3 The House and Bar Sub-Committee may recommend to the Executive Committee to franchise the operations of the bar for a negotiated fee.
- 15.4 The supply of alcoholic drinks on the Club's premises shall be as permitted by the local licencing authority.
- 15.5 Intoxicating drinks may not be sold to those under 18.

## **PART FIVE – LAWS AND PROCEDURES**

### **16. Laws**

- 16.1 The laws of the Marylebone Cricket Club shall be adopted in all questions of play, except where otherwise determined by the Isle of Wight Cricket Board, Hampshire Cricket Board and other authorised authorities for their own competitions.
- 16.2 The Club supports the 'Spirit of Cricket' and will uphold the disciplinary codes of all forms of cricket played by the Club.

### **17. By-Laws**

- 17.1 The Executive Committee may make, repeal and amend such by-laws as they from time to time think fit and any such by-laws shall have effect until set aside by the Executive Committee or a General Meeting.
- 17.2 By-laws currently in operation are as follows:
  - A. Children admitted to the ground must be kept under proper control.
  - B. Dogs shall not be admitted to the ground unless on a leash.
  - C. Any member selected for a team being unable to play must acquaint the captain of the team immediately.
  - D. Members using the Club property must put it away when they have finished with it.
  - E. The ground shall not be used for either practice or games unless the correct equipment including approved safety equipment is worn.
  - F. The Ground Superintendent shall decide, in consultation with the appropriate captain or Fixture Secretary and with the regulations of the appropriate league, as to whether the ground is fit for play. Once play has started in a game the decision about fitness to play shall be in the hands of the umpires.
  - G. The ground shall be used for practice only at times as may be appointed by the Ground Superintendent. In his absence the Ground Superintendent shall delegate such responsibility to an appropriate member of the Executive Committee.

## **18. Alterations to the Constitution/Rules and Regulations**

- 18.1 Subject to the following provisions of this clause the Constitution may be altered by a resolution passed by not less than two thirds of the members present and voting at a general meeting. The notice of the general meeting will be posted on the Club's web site and must include notice of the resolution, setting out the terms of the alteration proposed.
- 18.2 No amendment may be made to clause 1 (the name of the charity clause), clause 3 (the objects clause), clause 5.8 (Executive Committee members not to be personally interested clause), clause 20 (the dissolution clause) or this clause (18) without the prior consent in writing of the Charity Commissioners.
- 18.3 No amendment may be made which would have the effect of making the Charity cease to be a charity at law.
- 18.4 The Executive Committee shall promptly send to the Charities Commission a copy of any amendment made under this clause.

## **19. Supply of copies of constitution/rules to members**

- 19.1 A copy of these rules shall be posted on the club's website and a copy shall be exhibited in the pavilion throughout the year. Every member shall be bound by the Rules and By-laws.

## **20. Dissolution Procedures**

- 20.1 If the Executive Committee decides that it is necessary or advisable to dissolve the Charitable Company it shall call a meeting of all members of the Charity, for which not less than 21 days' notice (stating the terms of the resolution to be proposed) shall be given. If the proposal is confirmed by a two-thirds majority of those present and voting the Executive Committee shall have power to realise any assets held by or on behalf of the Charitable Company.
- 20.2 Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to such other charitable institution or institutions having objects similar to the objects of the Charity as the members of the Charity may determine or failing that shall be applied for some other charitable purpose.
- 20.3 A copy of the statement of accounts, or account and statement, for the final accounting period of the Charity must be sent to the Commission.

***Amended 2025 AGM Thursday \*\*\* February 2025***

President	G.Benson	Chair of Executive Committee	S.Rodley
Secretary	R.Cook	Chair of Cricket Committee	R.Snell

