

PRESTON NOMADS CRICKET CLUB

REGULATIONS

The Preston Nomads Cricket Club (PNCC) Board of Trustees has approved the following Regulations, which are now in effect.

Each of the Regulations is related to a particular Article of Association, the purpose being to provide the method of ensuring that the appropriate Article is operated correctly and fully. In effect, they enshrine the Club's management practices and procedures.

There shall be no doubt that the Regulations are subsidiary to the Articles of Association, which is the constitutional basis of the charity.

Accordingly, it shall be the responsibility of the PNCC members at a General Meeting to decide on any changes to the Articles of Association, following suitable recommendations from the Board of Trustees.

However, with regard to these Regulations, the Board of Trustees shall be authorised to review and update each Regulation as necessary and subsequently notify members of such amendments, by placing the documents on the Club's website.

The Regulations are:

- Regulation 1 - Objects
- Regulation 2 – Appointment and Retirement of Trustees
- Regulation 3 – Delegation to Committees
- Regulation 4 – Club Membership
- Regulation 5 – General Meetings

The Board of Trustees has decided that it must do all that is necessary to ensure that the Club meets the respective necessary compliance standards and has the following policies in place:

- [Child Protection](#);
- [Colts & Girls Section – Policies & Code of Conduct](#);
- [Code of Conduct & Disciplinary Procedures](#);
- [Code of Conduct of Trustees](#);
- [Equity Statement](#);
- [Privacy Notice](#).

January 2021

PRESTON NOMADS CRICKET CLUB

REGULATION 1 (ONE) OBJECTS

This Regulation relates to **Article 2**

Article 2 states that *“the objects of the charity are to:*

- *Provide community participation in healthy recreation by providing facilities for playing cricket (“facilities” means land, buildings and equipment);*
- *Promote the amateur sport of cricket and provide coaching and development opportunities within the sport for all within the community;*
- *Advance the education of children and young people by providing cricket coaching”*

Governing Precepts

Preston Nomads Cricket Club (the Club) is a [Company Limited by Guarantee \(Company Number 11113608\)](#) and a [registered Charity \(Charity Number 1176487\)](#) subject to the laws of England and Wales under the current Companies Act and the Charities Act. Its registered office is [85 Church Road, Hove, East Sussex BN3 2BB](#).

The Club’s governing document is its Articles of Association, which have been approved by the Club’s members and shall be subject to review by the members at General Meetings.

PNCC is affiliated to Sussex Cricket Limited and is bound by its rules of affiliation.

Club Management

As a charity, the Club is governed by a Board of Trustees, which is responsible for all aspects of administration, governance, and financial prudence. It is responsible for safeguarding the assets of the Club and for overseeing the Club’s strategy and performance.

The principle responsibilities of the Board of Trustees are to:

- Manage the facilities of the Club;
- 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;
- Ensure a duty of care to all members of the Club by adopting and implementing the Club’s “Safe Hands - Cricket’s Policy for Safeguarding Children” and any future versions of the policy;
- 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.

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PRESTON NOMADS CRICKET CLUB

REGULATION 2 (TWO)

APPOINTMENT AND RETIREMENT OF TRUSTEES

This Regulation relates to **Articles 25, 26 & 27**

Article 25 states that *“There shall be at least four Trustees and the Regulations may detail further the size and composition of the Trustee Board.”*

Article 26.1 states that *“those persons notified to the Register of Companies as the first directors of the Club shall be the first trustees.”*

Article 26.3 states *“At every annual general meeting all Trustees must retire from office but may (subject to the provisions of this Article 26) offer themselves for reappointment by the members.”*

Appointment of Trustees

The registered full members of the Club shall decide which individuals shall be the Trustees and this shall be done at each Annual General Meeting (AGM). Collectively, the Trustees elected shall comprise the Board of Trustees.

In the first instance, the first directors of the Club shall nominate themselves to be the full members of the Club at the initial AGM, as the first Trustees.

Subsequently, annually, the Board of Trustees shall make a collection of nominations, for consideration by the members at every AGM.

Any full member of the Club is eligible to make alternative nominations, provided they are submitted to the Club Secretary 35 days in advance of the AGM.

The voting procedures shall be those set out in Articles 43 to 51 inclusive. Where there is only one person nominated for a position, then the members shall approve the appointment by ordinary resolution. Where there is more than one person nominated for a position, then the candidate receiving the most number of votes shall be elected.

Number of Trustees

Trustees shall, in most cases, be allocated a particular area of activity, as follows:

- Chair;
- Vice-chair;
- Non-cricket operations Sub-Committee Chair;
- Representative of Juniors Cricket Sub-Committees;
- Cricket Sub-Committee Chair;
- Marketing Committee Chair;
- Club Secretary;
- Treasurer;
- Welfare Officer.

In addition, there shall be **two or more non-officer Trustees**, as shall be agreed at the AGM, following a recommendation of the Board of Trustees.

The **Club President** shall be elected separately at every AGM

In exceptional circumstances, the members in a General Meeting may, on the recommendation of the Board of Trustees, agree that a particular officer will not also act as a Trustee.

Such other officer posts as may be deemed necessary by the Board of Trustees shall be subject to approval and election at a General Meeting.

Board of Trustees

The Board of Trustees shall have a minimum of four meetings during the year and six Trustees shall form a quorum. Detailed rules for the holding and running of Board meetings are contained within the Articles of Association.

At least three of the Trustees must be unrelated to each other and not co-habiting.

The Trustees shall give consideration to the skills needed and diversity on the Board.

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PRESTON NOMADS CRICKET CLUB

REGULATION 3 (THREE) DELEGATION TO COMMITTEES

This Regulation relates to Articles 10 & 11

Article 10.1 states: *“Subject to the Articles, the Trustees may delegate any of their powers or functions to any committee.”*

Article 10.4 states: *“The Trustees may authorize further delegation of the relevant powers, functions, implementation of decisions or day-to-day management by any person or committee to whom they are delegated.”*

Article 11.1 states: *“In the case of delegation to committees:*

- *The resolution making the delegation must specify those who shall serve or be asked to serve on the committee (although the resolution may allow the committee to make co-options up to a specified number);*
- *The composition of any committee shall be entirely in the discretion of the Trustees and may include such of their number (if any) as the resolution may specify;*
- *The deliberations of any committee must be reported regularly to the Trustees and any resolution passed or decision taken by any committee must be reported promptly to the Trustees and every committee must appoint a secretary for that purpose;*
- *The Trustees may make such regulations and impose such terms and conditions and give such mandates to any committee as they may from time to time think fit; and*
- *No committee shall knowingly incur expenditure or liability on behalf of the Club except where authorised by the Trustees or in accordance with a budget which has been approved by the Trustees.”*

Article 11.2 states: *“The meetings and proceedings of any committee shall be governed by the Articles regulating the meetings and proceedings of the Trustees so far as they apply and are not superseded by any regulations made by the Trustees.”*

Committees

The Board of Trustees shall identify those committees and working parties that it requires and for these to be subject to review annually, at the first meeting following the AGM in January, or as appropriate at any time. The Board shall normally have the following standing committees:

- Cricket Sub-Committee;
- Non-Cricket Operations Sub-Committee.
- Finance Sub-committee
- Marketing Sub-committee
- Junior Cricket Sub-committee's Representative

The Board of Trustees shall, by dated resolution, specify the terms of reference of each committee, including (as necessary) the frequency of meetings. Each of the committees and any other committees that are established in future shall be chaired by a Trustee. The Board shall also decide on the membership of the Committee which should always contain at least one Trustee. The Board may include non-trustees who have particular expertise and experience in the subject matter concerned.

All deliberations of a committee shall be the subject of regular report to the Board and formal implementation of a committee's recommendations will be subject to the ratification of the Board.

Terms of Reference

Each of the Terms of Reference shall incorporate the following features:

a) Constitution

- To state the date and resolution of the Board of Trustees when the Committee was authorised;
- To state the reason for the establishment of the Committee and its overall purpose.

b) Roles/Duties

- To specify the full extent of the roles of the Committee;
- To specify the extent to which it can make recommendations for the Board to increase the Committee's range of duties;
- To specify the extent of functions that it should not deal with.

c) Membership

- To specify the number and size of the Committee;
- To specify which Trustee (not being the Chairman of the Board) shall be Chair of the Committee, taking into account relevant training and experience;
- To specify whether any Trustees shall be ex-officio members of the Committee;
- To specify whether any other Trustees shall be Committee members;
- To state what external expertise is required to support the Committee and to specify whether co-opted members need to be authorized by the Board;
- To specify the maximum period the Committee members shall serve;
- To determine whether the Committee shall have the right to invite any other person to attend its meetings, in a non-voting capacity.

d) Proceedings

- To determine who shall be Secretary of the Committee;
- To determine how many meetings are normally required during the year;
- To produce an annual programme of subject matters to be considered;
- To specify the quorum required for each meeting;
- To determine the timescale within which approved minutes of the Committee meetings shall be submitted to the Board;
- To specify the circumstances (if any) when the Committee shall go into a confidential session and exclude any, or all, non-Trustee participants.

e) Powers/Authority

- To determine the level of delegation, that the Board shall give to the Committee;
- To determine the extent to which the Committee can make decisions and the issues upon which only recommendations to the Board can be made;
- To determine whether or not the Committee shall be permitted to incur expenditure without prior approval from the Board.

PRESTON NOMADS CRICKET CLUB

REGULATION 4 (FOUR)

CLUB MEMBERSHIP

This Regulation relates to **Articles 29, 30, 31 & 32**

Article 29.2 states that: *"... no person may become a member of the Club unless:*

- *That person has applied for membership in a manner approved by the Trustees; and*
- *The Trustees have approved the application. The Trustees may in their absolute discretion decline to accept any person as a member for reasons such as non-payment of subscriptions, conduct or character likely to bring the Club or sport into disrepute, or other behaviour unacceptable to the Club."*

Article 29.3 states: *"The Trustees may from time to time prescribe criteria for membership but will not be obliged to accept persons fulfilling those criteria as members."*

Article 29.4 states: *"Membership for the Club is open to anyone interested in the sport on application regardless of sex, age, disability, ethnicity, nationality, sexual orientation, religion or other beliefs. However, limitation of membership according to available facilities or due to health and safety, child protection, or any other reasons required by law is allowable on a non-discriminatory basis. In circumstances requiring restriction of membership numbers, a waiting list shall be established and operated on a first come, first served basis for each category of membership."*

Categories of Membership

Membership consists of the following categories:

Full members, namely:

- Playing members (men & women) over the age of 18 who have paid their annual subscriptions;
- Trustees who are not playing members;
- President**;
- Vice-presidents**;
- Those other members specified from time to time by the General Committee of the Club on the grounds that they are materially contributing to the administration of the Club (e.g. Managers of Colts Age Groups).

*[** The President and all Vice-Presidents shall be elected/re-elected annually at the Annual General Meeting of the Club]*

[The Role Description for the President is attached to this Regulation, as Appendix 1]

Full members shall be entitled to vote at General Meetings.

Associate members, namely:

- Playing members under the age of 18 but over the age necessary to qualify as Colts members;
- Colts members, meaning boys & girls in the Colts section;
- Parents of Colts members;
- Volunteers who make a contribution to the administration of the Club;
- Friends of the Club, meaning non-playing members who wish to avail themselves of the facilities of the Club.

For the avoidance of doubt, in accordance with Article 29 of the Club's Articles of Association, Associate Members are not full members of the Club for the purposes of the Articles or the Companies Acts and are not entitled to vote at General Meetings of the Club.

Application for Membership

Application for membership shall be by completion of a form and by payment of the relevant subscription/joining fees as determined by the Annual General Meeting of the Club.

Rights

No person shall be eligible to take part in the business of the Club or be eligible for selection for any Club team unless the appropriate subscription has been paid, as specified by the Annual General Meeting of the Club.

Withdrawal of Membership

Members cease to become members on their death, or when they give notice of resignation to the Secretary, or when their subscription remains, after due notice, unpaid. The Board of Trustees may refuse membership, or remove it, only for good cause such as conduct or character likely to bring the Club or cricket into dispute. Appeal against refusal or removal may be made to the Board of Trustees, which shall appoint an Appeals Committee to hear the appeal and decide the matter.

Subscriptions and Match Fees

The members shall be responsible for agreeing the respective annual subscriptions at the Annual General Meeting, following a recommendation from the Trustees. The Trustees shall determine the levels of match fees for the forthcoming season.

Membership Year

The membership period shall commence on 1 February and end on 31 January.

January 2021

**PRESTON NOMADS CRICKET CLUB
THE PRESIDENT**

a) Role of President

The President will contribute to the Club in a variety of ways, including the following:

- *To act in an ambassadorial capacity in representing the Club at formal occasions;*
- *To assist in developing appropriate openings and contacts;*
- *To support and encourage the fusion of all aspects of cricket participation and performance within the Club;*
- *To provide support and guidance the Board of Trustees and in particular:*
 - *to act as a “sounding board” for the Chairman;*
 - *to handle appeals arising from Board decisions and actions;*
 - *if requested, to take appropriate action where there is a major disagreement between the Chairman and the other trustees.*

While no formal time input is specified, it is expected that the President will devote such time, interest and personal presence as to add value to the Club and therefore be more than a figurehead.

b) Period of Office

The President shall be subject to re-election by the Club's full members at every Annual General Meeting.

c) Criteria for Election as President

No particular background for election as President is specified. Rather, it is important that the President should be of such standing and have such interest and commitment to Preston Nomads Cricket Club that his or her election will be generally welcomed and recognised as conveying stature and benefit to the Club.

d) Nomination

The nomination of a candidate to serve as President shall be the responsibility of the Board of Trustees, which shall recommend a name to the Annual General Meeting of the Club for approval.

January 2021

PRESTON NOMADS CRICKET CLUB

REGULATION 5 (FIVE)

GENERAL MEETINGS

This Regulation relates to **Articles 34, 35, 36 & 37**

Article 33 states that: *“The Club must hold an annual general meeting within 18 months of incorporation and afterwards once every calendar year and not more than 15 months shall pass between one annual general meeting and the next. It shall be held at such time and place as the Trustees think fit.”*

Article 34 states that: *“The Trustees may call a general meeting at any time”* and that: *“The Trustees must call a general meeting if required to do so by the members under the Companies Acts.”*

Annual General Meeting

The Annual General Meeting shall be held before 31st January in each year, and notice shall be sent to the Trustees, President, Honorary Vice-Presidents, Vice-Presidents and all members of the Club at least 14 days before the date of such meeting.

A quorum at any General Meeting shall be 11 of those eligible to vote on the business to be transacted. Should there be no quorum, no binding decisions may be made.

The Agenda of the Annual General Meeting must include the Trustees’ Annual Report (either written or verbal); the Treasurer’s Statement of Accounts up to 30th September in each year; the election of Trustees, President, Honorary Vice-Presidents and Vice-Presidents; and the election of Auditor(s) or Independent Examiner for the ensuing year.

The Trustees must consider all nominations for new Vice-Presidents in advance of the Annual General Meeting and make a formal recommendation to the Annual General Meeting.

Extraordinary General Meeting

The Secretary shall call an Extraordinary General Meeting of the Club at the request of (a) 25 % of the Club membership, or (b) five Trustees. The Secretary shall give 14 days notice of such a meeting to the Trustees, President, Honorary Vice-Presidents, Vice-Presidents and members.

Contents of Notice of General Meetings

Every notice calling a general meeting must specify the place, day and time of the meeting and the general nature of the business to be transacted.

If a special resolution is to be proposed, the notice must include the proposed resolution and specify that it is proposed as a special resolution.

In every notice calling a meeting of the Club there must appear with reasonable prominence a statement informing the member of his, her or its rights to appoint another person as his, her or its proxy* at a meeting of the Club.

If the Club gives an electronic Address in a notice calling a meeting, it will be deemed to have agreed that any document or information relating to proceedings at the meeting may be sent by electronic means to that address (subject to any conditions or limitations specified in the notice).

[* *Arrangements regarding proxies are included in Articles 48 & 49 of the Articles of Association*]

Other Requirements for General Meetings

The Secretary shall convene and record minutes of all Annual General and Extraordinary General Meetings.

The Treasurer shall keep full accounts, which shall be audited/independently examined annually by an accountancy firm, or a professionally qualified individual, which/who shall be appointed for the following year, at the Annual General Meeting.

The Trust's Articles of Association shall not be added to, amended or rescinded, except by the Annual General Meeting or Extraordinary General Meeting. Notice of any proposal for addition, amendment or rescission shall be given to the Secretary in writing, for consideration at the Annual General Meeting in any year, not less than 28 days prior to such meeting, or for consideration at an Extraordinary General Meeting. Any amendment to such proposal shall be allowed for consideration by the Meeting at the Chairman's discretion, providing it does not alter the substance of the proposal. Any addition, amendment or rescission shall only be effective if passed by a two-thirds majority of those present and voting.

[Other requirements and arrangements in respect of General Meetings are included in Articles 38 to 52 inclusive of the Trust's Articles of Association]

January 2021