

CONSTITUTION OF THE FARMERS CRICKET CLUB

1. **Name:**

The name of the Association (hereinafter called the "**Association** ") is "Farmers Cricket Club". The Association shall be an incorporated association under the Law of Jersey entitled "Loi (1862) sur les teneures en fidéicommiss et l'incorporation d'associations" as amended from time to time.

2. **Objects:**

The objects of the Association shall be:-

- (a) To maintain the Club for the benefit of the members and visiting clubs;
- (b) To provide and encourage the provision of facilities and all and any necessary infrastructure for the furtherance, including coaching, and playing of the game of cricket at all and any levels as they may be from time to time within the objects as set out in this constitution.

3. **Powers:**

For the purpose of carrying out the above objects, the Association shall act in such a manner as is fit and proper for the objects and will have all such powers as may be needed to achieve and follow the objects, including, but not limited to the following powers:-

- (a) To accept by gift, covenant, donation or legacy, purchase, take on lease or exchange, hire or otherwise acquire and hold any immovable or moveable property and any rights or privileges connected therewith or interests therein which may in any way further the attainment of the objects of the Association;
- (b) To develop any immovables acquired by the Association and in particular by preparing the same for building purposes, construction, demolition, decorating, maintaining, reconstruction ,furnishing, fitting up and improving buildings, or any immovables acquired by the Association;
- (c) To sell, let, mortgage, hypothecate, charge, dispose of or turn to account all or any of the property or assets of the Association as may be thought expedient;
- (d) To accept subscriptions and donations; (whether of immovable or moveable estate) and manage all immovable estate and leaseholds so received or donated and not required to be or capable of being occupied for the purposes of the Association;

- (e) To take such lawful steps by appeals public meetings or otherwise as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of the Association in the form of donations subscriptions or otherwise;
- (f) To borrow or raise money for the purposes of the Association on such terms and on such security as may be thought fit;
- (g) To print and publish or procure to be printed and published or to circulate or procure to be circulated (whether gratuitously or not) any newspapers, periodicals, magazines, books, pamphlets or other documents that may be deemed necessary or desirable for the promotion of the objects of the Association or any of them;
- (h) To invest the moneys of the Association not immediately required for its purposes in or upon such investments, securities or property as may be thought fit;
- (i) To establish and support or aid in the establishment and support or become a member of or co-operate with any charitable association or institutions whether incorporated or not and whether in Jersey or elsewhere and to subscribe or guarantee money for charitable purposes in any way connected with the purposes of the Association or calculated to further its objects
- (j) To employ such persons as may be necessary in the carrying out and general implementation of these rules and to provide for, arrange and implement the training of such persons;
- (k) To do all such things as are incidental or necessary to the attainment of the above objects or any of them.

4. Definitions:

- (a) "Annual General Meeting" means the general meeting of the Association called in accordance with Clause 10;
- (b) "The Association" shall mean the "Farmers Cricket Club";
- (c) "Auditor" means -
 - i. in the case of an individual, an individual who is a member of a recognized professional body and is permitted by that body to engage in such practice;

- ii. in the case of a partnership, a partnership that is a qualified partnership and where each of the persons who is responsible to it for examining or reporting on the accounts of a Association is an individual who is a member of a recognized professional body and is permitted by that body to engage in such practice;
 - iii. in the case of a body corporate, a body corporate that is controlled by auditors and where each of the persons who is responsible to it for examining or reporting on the accounts of a Association is an individual who is a member of a recognized professional body and is permitted by that body to engage in such practice.
- (d) "Constitution " shall mean this Constitution as amended from time to time;
 - (e) "Club Rules" shall mean separate rules agreed by the Committee to be followed by Members of the Association.
 - (f) "Extraordinary General Meeting" means any general meeting of the Association other than the Annual General Meeting called in accordance with Clause 10(c);
 - (g) "Member" means a member of the Association holding such membership in accordance with the Club Rules;
 - (h) Words importing the masculine gender only shall include the feminine gender;
 - (i) "The Law" shall mean, unless the context otherwise admits, the Law of Jersey entitled "Loi (1862) sur les teneures en fidéicomis et l'incorporation d'associations" as amended from time to time;

5. Membership

Membership of the Association shall consist of those persons whose names have been enrolled as members under and in accordance with the Club Rules and have not subsequently been removed from the Register of Members in accordance with the Club Rules. The privileges of membership shall not be transferable or transmissible and shall cease on death and all other membership matters shall be dealt with in accordance with the Club Rules.

6. Officers of the Association:

There shall be the following Officers of the Association:-

- A Chairman
- A Vice-Chairman
- A Treasurer
- A Secretary

and such other Officers as the Members of the Association may from time to time elect.

The first Officers of the Association shall be those persons named in the Schedule hereto. No person who is not a member of the Association shall be eligible to be an Officer.

7. Removal of Officer

Any Officer of the Association shall cease to be an Officer:-

- (a) If he shall fail to attend three consecutive meetings of the Committee except by leave of the Chairman or Vice-Chairman, or
- (b) If by notice in writing addressed to the Secretary he resigns his office, or
- (c) If the Committee by a majority of two-thirds of such of the Committee members as shall be present at a Meeting duly convened for the purpose shall resolve that an Officer be removed.
- (d) If he is guilty of misconduct or is incapable by reason of mental or physical disability of performing his duties or becomes "non sui juris" or has appointed an attorney without whom he may not act in matters real or personal or suffers his goods to be declared "en désastre" or commits any act of bankruptcy or indicative of insolvency or makes any arrangement or composition with his creditors or suffers any distress or execution to be levied on his goods.

8. Committee

- (a) The affairs of the Association shall be managed by an executive body (herein referred to as the Committee) which shall consist of the Officers of the Association together with such other committee members elected at the Annual General Meeting of Members.
- (b) All members of the Committee whether elected, co-opted or holding office by virtue of being an Officer shall be entitled to vote at all proceedings of the Committee.
- (c) A quorum for Committee meetings shall consist of that number of persons attending in person which shall exceed fifty per cent of all of those persons entitled to attend and vote at such meetings provided that at least one of such persons shall be an Officer.
- (d) The Committee shall have power to fill casual vacancies among the elected members of the Committee, provided that the person or person co-opted shall hold office until the expiration of the term of office of the person or persons who he or they have replaced.
- (e) The Committee shall have power to appoint sub-committees for such purposes and on such terms as shall be laid down from time to time by the Members at a General Meeting.

9. Patron(s):

A Patron, President and Vice-President(s) may be elected or removed from that office by the Members of the Association at any General Meeting.

The positions of the Patron, President and Vice-President shall be of an honorary nature and shall not carry with them the right to vote at any meeting of the Members.

10. Meetings of the Members of the Association:

- (a) There shall be an Annual General Meeting of the Members of the Association held within three calendar months after the end of each financial year.
- (b) The Annual General Meeting shall be called by notice in writing of 21 days at least. The notice shall set the agenda for the meeting and shall call for nominations and any amendments to the Rules, duly proposed and seconded.
- (c) The Committee may at any time convene an Extraordinary General Meeting by giving 14 days' notice in writing.

- (d) At all General Meetings a quorum shall consist of fifteen members

Provided that one fifth of the Members of the Association may in writing to the Chairman require that an Extraordinary General Meeting be convened for the purpose to be stated in the notice within four weeks of the receipt of the said notice.

The Annual General Meeting and Extraordinary Meetings are herein referred to as 'General Meetings'.

11. The Chairman:

The Chairman or failing him the Vice-Chairman, shall preside if present at the meetings of the Committee and of the Members of the Association and failing this, the meeting shall elect its own Chairman. The Chairman of the meeting shall have a casting vote in addition to his ordinary vote.

12. Finance:

- (a) The Association's financial year shall end on the 31st day of December in each year.
- (b) The Treasurer shall cause proper books of account to be kept with respect to:-
 - (i) all sums of money received and expended by the Association and the matters in respect of which such receipts and expenditure take place;
 - (ii) all sales and purchases of goods by the Association; and
 - (iii) the assets, credits and liabilities of the Association.
- (c) Proper books shall be kept to give a true and fair view of the affairs of the Association and to explain the transactions.
- (d) All funds of the Association shall as soon as possible after receipt be paid into the Bank Accounts to be opened and maintained in its name. Such Accounts shall be under the control of the Committee, which shall from time to time provide for their method of operation but so that the signature of at least one Officer shall at all times be required.
- (e) All payments of money to be made on behalf of the Association shall be applied towards the object of the Association as set out in its Constitution and shall be approved by the Committee except that when it is not practicable to obtain the Committees prior

approval payment may be made on the written authority of two of the Officers and the payment so made shall be submitted for approval at the next meeting of the Committee.

- (f) The Committee shall make adequate arrangements for the security and safe custody of all monies and books belonging to the Association.
- (g) The accounts of the Association shall be examined annually by professional accountants appointed by the Committee. They shall prepare financial statements to the end of the financial year and issue a limited assurance report in accordance with professional accountancy standards as prevail from time to time.
- (h) The Committee or the Association (the latter by resolution of Members at a general meeting) may from time to time determine that the accounts of the Association shall be audited by the accountants or such other firm of accountants as shall be determined.
- (i) The accountants shall have the power to act as auditors in the event of sub-paragraph (h) being invoked

13. Audit:

- (a) The accounts relating to the Association's affairs shall be audited only if the provisions in sub-paragraph 12(h) above have been invoked. In such event the auditor shall be such firm or persons as are appointed by the Members of the Association at the Annual General Meeting and the following provisions shall apply
- (b) The accounts relating to the Association's affairs shall be audited by such persons as are appointed by the Members of the Association at the Annual General Meeting.
- (c) The Auditor appointed under sub-clause (a) hereof shall make a report to the Members of the accounts examined by him, and on every balance sheet and profit and loss account laid before the Members of the Association in General Meeting during his tenure of office.
- (d) The report shall state whether in the Auditor's opinion the Association's balance sheet and profit and loss account have been properly prepared and whether in his opinion a true and fair view is given:-
 - i. In the case of the balance sheet, of the state of the Association's affairs as at the end of its financial year.

- ii. In the case of the profit and loss account, of the Association's profit and loss for its financial year.
- (e) It shall be the duty of the Auditor, in preparing his report, to carry out such investigations as will enable him to form an opinion as to the following matters:-
 - i. Whether proper books of account have been kept by the Association.
 - ii. Whether the Association's balance sheet and profit and loss account are in agreement with the books of account and returns.
- (f) If the Auditor is of the opinion that proper books of account have not been kept by the Association or if the balance sheet and profit and loss account are not in agreement with the books of account and returns, the Auditor shall state that fact in his report.
- (g) The Auditor shall have a right of access at all times to the books and accounts and vouchers of the Association, and shall be entitled to require from the Committee such information and explanations as he thinks necessary for the performance of the duties of the Auditor.
- (h) If the Auditor fails to obtain all the information and explanations which, to the best of his knowledge and belief, are necessary for the purposes of his audit, he shall state that fact in his report.
- (i) The Auditor shall be entitled to attend any General Meeting of the Association and to receive all notices of, and other communications relating to, any General Meeting which any member of the Association is entitled to receive, and to be heard at any General Meeting which he attends on any part of the business of the Meeting which concerns him as Auditor

14. Members Right of Inspection:

The Members of the Association shall have the right at all times to examine all books, documents and accounts of the Association provided that this right is exercised by at least two Members.

15. Indemnity:

The Officers and Committee members of the Association shall be indemnified by the Association for any liabilities incurred by them in good faith as a result of acting as the representatives of the Association.

16. Dissolution:

If the Association resolves by a two-thirds majority of those present and voting at a duly called General Meeting of the Association that the Association shall be dissolved, any such dissolution shall be subject to strict compliance with Article 10 of the Law. In the event of any such dissolution, any assets remaining after the satisfaction of all proper debts and liabilities shall be given to such other Associations or charities preferably having objects similar to those of the Association as the Association may decide or transferred to The Association of Jersey Charities for its general Charitable purposes provided that no resolution to dissolve the Association shall be considered unless notice in writing setting out the terms of the resolution shall have been sent to every Member of the Association not less than eight weeks before the date of the meeting at which it is to be considered.

17. Alteration to this Constitution:

This Constitution may be altered by a resolution passed by a two-thirds majority of those present and voting at a duly called General Meeting of the Members of the Association provided that no such resolution shall be considered unless notice in writing setting out the terms of the resolution shall have been sent to every Member of the Association not less than four weeks before the date of the meeting at which it is to be considered with it being noted that no changes to this constitution may come into force and effect until approval has been obtained from the Royal Court in accordance with Article 11 of the Law.

18. Representation:

The Chairman or the Vice-Chairman shall represent the Association before the Royal Court of Jersey and before all tribunals whatsoever.

19. Address:

The address of the Association shall be Le Perchoir, La Rue de la Vignette, St Martin, JE3 6HY, Jersey or such other address in Jersey as may from time to time be determined by a simple resolution of the Officers.

SCHEDULE

Officers

Chairman: Robert PERCHARD, Le Paysage, La Route des Cotes du Nord, St Martin, JE3 6UJ

Vice-Chairman: Raymond PEARCE, La Perlais, La Grande Route de la Cote, St Clement, JE2 6SF

Treasurer: Susan PERCHARD, Le Perchoir, La Rue de la Vignette, St Martin, JE3 6HY

Secretary: James ELLIS, Tara, Park Estate, St Brelade, JE3 8EQ