

ARCADIANS

CRICKET CLUB GHENT v.z.w.



ARTICLES OF ASSOCIATION & BYE-LAWS "ARCADIANS CRICKET CLUB GHENT" vzw

Introduction

The documents required for a Belgian not-for-profit organisation ("vereniging zonder winstoogmerk", vzw) must—by law—be drawn up in Dutch. For your convenience, an English summary was produced of both the Articles of Association ("statuten", approved by the Annual General Meeting and filed at the Commercial Court), and the Bye-Laws ("huishoudelijk reglement", approved by the Annual General Meeting). For a complete and correct reading, however, we refer you to the official Dutch text.

SUMMARY OF THE ARTICLES OF ASSOCIATION

Published in the annexes to the "Belgisch Staatsblad" on 10 February 2006.

Registered no. 879.034.388

Section I: Objects

The objects of the Arcadians Cricket Club Ghent are to play cricket (league and friendly games), but also to promote cricket in general in Ghent & East Flanders.

Section II: Members

There are two categories of members (hereinafter referred to as "Members" when both categories, namely Full Members and Associate Members, are covered). Only Full Members have a vote at the Annual General Meeting (AGM). Persons who join the club to play, join as Associate Members. Full



Members are co-opted by the AGM upon a proposal of a Board Member, seconded by another Full Member, and require a two-thirds majority. Criteria to be taken into account are defined in the Club Rules.

All Members commit themselves to conform with the Articles of Association and the Club Rules.

Membership of an Associate Member may be terminated by a simple decision of the Board. Termination of a Full Member's membership may only be effected occur at the AGM (2/3 majority vote). However, the Board reserves the right to suspend a Full Member up to the date of the next AGM.

Section III: Finances

The annual membership fee for Full and Associate Members shall be determined by the Board. The Board may also determine other fees to support the functioning of the Club. Non-payment of required club fees shall constitute a breach of the Club's rules and shall be deemed to be resignation of the Member concerned from the Club.

Financial commitments entered into on behalf of the Club may only be undertaken by the Chairman or Treasurer; transactions of an amount exceeding EUR 750 require the signature of two Board Members.

Section V: Board of Directors

The Club shall be administered by a Board consisting of not less than 3 and no more 6 members, elected by the AGM for a 3-year term. The 1st XI Captain may attend , but shall no vote at Board meetings (unless he is an elected Board member).

The members of the Board shall appoint from among their number a Chairman, a Secretary and a Treasurer. The Board shall deal with all day-to-day matters not exclusively reserved to the AGM; commitments to third parties shall be binding only if signed by two Board members.

The Board shall draft the Bye-Laws of the Club, for approval by the AGM with a 2/3 majority. All members present in person or by proxy at the time of the initial approval shall confirm their agreement with the Bye-Laws in writing; future members shall confirm their agreement implicitly by signing the membership form. The Board shall have authority to amend the Bye-Laws, but any such amendment shall require approval by the AGM.

Annual General Meeting (AGM)

All Full Members may attend the AGM, which shall be presided over by the Chairman of the Board. A



Member shall be entitled to give a proxy to another Member, provided that the Board is informed thereof prior to the commencement of the AGM. Cases of proxies given to persons who are not Full Members, or one person holding proxies for more than one Member, have to be submitted to the Board at least one week before the AGM.

There will be at least one AGM per year, organised by the Board before 31 December, to approve the Club's accounts and the budget for the next following year. An extraordinary AGM may be called on requisition of no fewer than a quarter of the Full Members, quoting the required agenda items. Resolutions by the AGM shall be taken by simple majority of the Full Members present or by proxy.

Section VI: Right of inspection

Full Members have the right to consult the membership list, the minutes and resolutions of the AGM or of Board meetings, or financial statements. Associate Members have the right to consult the minutes of the AGM.

Section VII: Budget, accounts, supervision

The Club's financial year runs from 1 October to 30 September. The accounts and the budget shall be presented by the Board to the AGM, for approval.

Section VIII: Dissolution

The AGM has the sole right to resolve upon the dissolution of the Club. In event of dissolution, the remaining assets will be transferred to an organisation pursuing a similar object, to be designated by the AGM.

Signed by the founding members, Charles BLOMMAERT, Jan DE BAETS, Martin GREGSON, en Wasantha MEDAGODA, on 17 November 2005.



SUMMARY OF THE BYE-LAWS

Current bye-laws, approved on 29 October 2010.

Article 1: Objects

The objective pursued by the club is the promotion of cricket in Ghent and East Flanders, in particular the attraction of local Belgians, as this is the best long-term safeguard for cricket in Belgium. In support of this objective, the club shall endeavour to include at least one local Belgian in each game, whether league or friendly (if the club has two league team registered, this rule will not apply to the first league team).

While communication will often be in English, all documentation of importance shall also be available in Dutch, over and above the requirements of the legislation in Flanders.

Articles 2-4: Membership

All Members have to complete a membership form. Members are responsible for informing the Secretary promptly of any changes to their personal data. Completion of the membership form and payment of the membership fee do not confer automatic membership. The Board has a right to refuse an application for membership within a period of 60 days as from their application and/or payment (in such cases payment is refunded).

Members who have complaints, problems or any other comment concerning the functioning of the club shall contact the Chairman or Secretary, who shall answer any question or comment within a reasonable time limit.

When proposing a person for Full Membership, the Board shall adopt as a criterion the commitment of the candidate – see the general obligations described below.

The Board has the authority to suspend any Full Member who fails to comply with the Articles of Association, these Bye-Laws, or any resolution passed by the Board or the AGM.



Articles 5-7: Membership fees

All members are required to pay an annual membership fee set by the Board. Current members are maintained provisionally on the membership list after the end of the club's year (30 September); on 1 March, only fully paid-up members shall be deemed to be members of the Club. Persons joining after 15 July shall pay only 50% of the membership fee.

Persons under 18, students or unemployed persons shall pay a reduced membership fee; the Board can allow ad-hoc derogations.

Note: The membership fees for 2011 are as follows

- Full adult fee EUR 175
- Reduced adult fee EUR 100 (full-time students, unemployed);
- Reduced junior fee EUR 75 for members under 18 on 1 January 2009.
- Supporter fee EUR 50 (allowing participation in practice and up to three friendly games).
- Family tariff (people of the same family living at the same address) EUR 250.

Note: All practice sessions (including indoor nets) are free for members.

The Board has the sole right of resolution on the use of the fees received. However, members can legitimately expect the following cost to be covered by the fees:

- a. Membership of the BCF including, registration for league games (when applicable);
- b. Insurance cover;
- c. Costs incurred in renting, using or maintaining indoor or outdoor cricket infrastructure;
- d. Purchase of equipment to allow club members to play cricket (see below);
- e. Support of promotional activities for cricket.

Articles 8: Other fees

Other than in other clubs in Belgium, members of Arcadians do NOT pay a match fee for regular cricket matches.

On specific occasions, other fees be may be resolved upon by the Board; players shall be informed of such a resolution in good time.

There shall be no practice fee for Members. Non-members shall not pay a fee upon their participation for the first time, but shall be charged a fee for participation thereafter.



Article 9: Obligations towards the Club

Members are required to comply at all times with the Articles of Association, the Bye-Laws, and any resolution of the Club and/or the BCF.

Members undertake prompt payment of membership, practice or match fees, and support the functioning of the Club, for example but not exclusively, by:

- f. Maintaining club equipment, preparing the ground for practice and matches;
- g. Performing bar or cleaning duties;
- h. Umpiring and scoring during matches.

Damage caused by a Member's misbehaviour be it negligence or intention, to equipment owned or rented by the Club, can be recouped from the Member. Fines charged to the Club on account of negligence or misbehaviour of a Member shall be passed on to the offending Member. The Board reserves the right to pass fines on to its Members. There is no right to appeal against such fines.

Members are expected to behave according to the general rules of acceptable behaviour, and the BCF Code of Conduct in particular.

Members are expected to acquire the necessary cricket clothing and equipment – as described below.

Article 10: Equipment and clothing

The Club shall purchase general cricket equipment, such as balls, wickets, boundary flags.

Members are expected to purchase personal equipment (bat, pads, gloves, protection, appropriate (white) cricket clothing) within a reasonable time after becoming a member. Some personal equipment shall be purchased by the Club, but only to lower the threshold for new members, and on a temporary basis.

Article 11: Matches

The Club shall play BCF league matches as well as friendly matches. Players are required to be registered in order to be eligible for selection for BCF league matches. As there is expense involved in BCF registration (and a deadline), not all members may be registered. The Captain and Board shall ensure that players are informed of their (in)eligibility for league matches.

The Captain shall select and lead the team on and off the field. Players shall conform to the Captain's decisions at all times, and shall comply with the BCF rules and regulations. Whites are mandatory of all games; the official club shirt is mandatory for league games. These shall be purchased by the players at their expense.



Players shall make their availability for matches known, preferably one week ahead of the match. The Captain shall select the team, and shall ensure that the selected players are announced on the web site (www.arcadians-cricket.net) at least three days before the match date. It shall be the players' responsibility to inform themselves of their selection.

A player who is absent without prior notification, or who arrives late, may be suspended for future games.

Article 12: Match Manager

The Board of Directors will appoint a Match Manager for each game. The names of the Match Manager will be listed on the club's website.

All members talking sufficient Dutch or English will be considered for this function. Members may exchange the responsibility for a given match, but must always inform the Webmaster. There may be no more changes less than 14 days before the match takes place. The name mentioned on the website at that time is the responsible Match Manager. The Match Manager will take care of the items specified below, and will be present during the match, either as player, 12th man or scorer.

The Match Manager is responsible to ensure the following tasks are performed. If the Match Manager participates himself in the match, the Match Manager may agree with a delegate to perform the tasks during the game. Nonetheless, it remains his responsibility to ensure this happens.

- a. Confirmation of the game. The Match Manager will, in cooperation with the fixtures secretary, contact the opposition via e-mail or phone, not later than the Monday before the match.
- b. Availability of players. The Captain shall inform the Match Manager which players are considered; the Match Manager shall verify their availability and determine the selected players with the Captain no later than the Wednesday before the game; he will pass on the team to the Webmaster for publication on the website.
- c. Match preparation. At home games, the Match Manager will ensure that 3 players are present at the ground 90 minutes before the scheduled start (one hour for friendly games) to prepare the ground (e.g. boundary flags, wickets, set up the tent, scoreboard and parasol for the scorer). For away games, the Match will organise transport (minimum three cars, agree a timely departure time).
- d. League administration. At BCF League home games, the Match Manager shall contact the umpire(s) to confirm the game and give directions to the ground if needed. He will also ensure that the match results are signed off by both teams and timely reported to the BCF. (The club



may be penalised if not done in time!)

e. Food and drinks. The Match Manager will prepare (or ensure another member prepares) a light meal for both teams and the umpires (28 persons). The Board of Directors will reimburse the person organising tea with the fixed amount of EUR 35.00. Exceptions (i.e. a higher amount) must be approved by the Board beforehand. This task also includes the serving of drinks during breaks, as requested by the umpires, and the timely preparation of the tea (three overs before the innings break).

f. Club administration. The Match Manager will obtain the batting order from the captain, and obtain the opponent's scorer.

g. Clean up. At home games, the Match Manager will ensure that 3 players remain present after the game to clean up the ground and store away the club equipment (e.g. boundary flags, wickets, tent, scoreboard and parasol for the scorer). All changing rooms must be clean before leaving. Changing rooms and storage room must be locked.

Junior games: The Board of Directors will reimburse the person organising tea with the fixed amount of EUR 30.00.

Article 13: Selection of the Captain

The 1st XI Captain shall be chosen by the Board before the AGM, and shall be presented as a Board member to be approved by the AGM. The Captain shall select a vice-captain, for approval by the Board.

The Captain shall have full authority in decision making in all match related matters as described above. There shall be no appeal against his decisions. However, any member who has a comment or complaint may contact the Chairman or Secretary, who shall be required to reply within two weeks.

Artikel 13 bis: Doping rules

All members commit to healthy sport exercise, and apply the civil (laws, royal decrees, Flemish decrees) and sports (ICC, WADA) regulations.

Players declare upon the confirmation of their membership to be aware of the doping regulations; especially when taking part in league games.

The most complete information can be found on the website <http://www.wada-ama.org>. In case of doubt, members should consult a doctor. Members should be aware that

a. The prohibited list also includes recreational drugs (e.g. hashish, marijuana);



- b. Many medicines freely available (even without prescription) may contain prohibited substances (e.g. ephedrine in nose drips).

Articles 14-18: Board

In addition to what is stated in the Articles of Association, the following shall apply.

Any transaction or commitment which does not come within the scope of the approved budget, and which exceeds 10% thereof, shall require approval by the AGM.

Board members who have completed their three-year term of office may be re-elected. Board members have to be paid-up members of the club.

The Board shall meet monthly during the cricket season (April to September), and outside this period whenever required.

The Chairman shall preside over Board meeting and shall coordinate the Board's activities.

The Secretary shall convene meetings (Board, AGM) and takes minutes thereof. He shall maintains the membership list.

The Treasurer shall subject the club's expenses and income to close scrutiny and shall be responsible for the presentation of accounts and budget to the AGM.

Article 19: The Club Website

The website www.arcadians-cricket.net is the preferred source of information on the club, both for Members and cricket enthusiasts in general.

The following information shall be available online:

- a. All activities, including the organisation of practice sessions, and the fixture list;
- b. Information on the acquisition or the revocation of membership ;
- c. Any resolution or information the Board wishes make available to Members;
- d. Members of the Board, and their responsibilities ;
- e. All rights available to and obligations binding upon Members, including club fees.

Article 20: Annual General Meeting

In addition to what is stated in the Articles of Association, Members who are under age at the AGM shall have a voice, but shall have no vote during the meeting.



Articles 21-22: General comments

Any dispute concerning the application of the Articles of Association, the Bye-Laws or any other rule or regulation, or any matters item not covered thereby, shall be resolved by the Board. Appeals against the Board's resolutions may be submitted at the AGM.
