
SUSSEX COUNTY CRICKET CLUB LIMITED

Founded in 1839

CLUB RULES

Adopted with effect from 15th March 2012

1. **NAME, REGISTERED OFFICE AND BADGE**

- a) The name of the Society shall be “Sussex County Cricket Club Limited” (“the Club”).
- b) The registered office of the Club shall be at The County Ground, Eaton Road, Hove, BN3 3AN (“the County Ground”).
- c) The badge of the Club shall be six martlets in a shield with “Sussex CCC” in a scroll beneath the shield. The martlets shall be gold on a light blue background with dark blue surrounds.

2. **REGULATION**

The Club shall be a society registered under the Industrial and Provident Societies Acts 1965-1978 (“the Acts”). These Rules shall come into force and have effect to the exclusion of all other Rules as from the effective date of such registration. The Club shall not be de-registered except with the authority of a resolution of the Members as is required from time to time to amend the Constitution and Rules generally (disregarding any special requirements as to amendments to any particular Rule) or except as provided by law.

3. **OBJECTS**

The objects of the Club shall be: -

- a) to promote interest and understanding in the playing and watching of cricket at all levels within and beyond the county of Sussex.
- b) to strengthen the bonds between the Club and local communities in Sussex and the surrounding areas.
- c) to compete each season in the First Class County Cricket Championship and in such competitions as may, from time to time, be decided by the Board of Directors and the England and Wales Cricket Board, and to promote and arrange the playing of cricket matches by teams representing the County of Sussex (“the County”) whether in the County or elsewhere.
- d) to ensure that all cricket matches played under the auspices of the Club are played in accordance with the MCC “Spirit of Cricket”, the Laws of Cricket, and such regulations as may, from time to time, be laid down by the England and Wales Cricket Board (“ECB”) or its successor or successors or any other body or bodies which may introduce regulations relating to County Cricket Clubs which have been approved by the ECB or its successor or successors.
- e) to do all such other things as are incidental or conducive to the attainment of the above objects or any of them or are otherwise in the best interests of the Club including (without limiting the foregoing) employing staff and acquiring and disposing of real and personal property.
- f) to apply the profits of the Club in furthering the objects of the Club.

4. **POWERS**

To further its objects the Club shall have the power to do all such things as are incidental or conducive to the objects of the Club including (but not limited to) all or any of the following: -

- a) either directly or indirectly to employ, invest and deal with the assets and funds of the Club for the objects of the Club in such manner as shall be considered by the Board of Directors in its discretion to be desirable or expedient, and to do all such other acts and things and carry on all such other activities (including (but not limited to) leasing, subleasing, releasing, renting, acquiring, altering, erecting, holding, selling, improving, developing, repairing, hiring, lending with or without security or otherwise dealing with real and personal property of any kind) as shall be considered by the Board of Directors to be necessary, desirable or expedient for the purposes of the Club or the advancement of its interests.
- b) to raise or borrow money from Members or others without limitation for the purposes of or in connection with the activities of the Club or any of them as the Board of Directors thinks fit. Any sum or sums raised or borrowed may be secured by way of mortgage or charge over all or any of the undertaking, property and assets, present or future, of the Club, and whether or not including any floating charge of all or any of the undertaking, property and assets of the Club.
- c) to give any security or securities whether by way of mortgage or otherwise for the performance of any contracts or any debts, liabilities or obligations of the Club or any of its subsidiaries or other persons or corporations in whose business or undertaking the Club is interested, or to whom or in respect of whom the Club has given any personal covenant,

guarantee or indemnity, whether directly or indirectly, and collaterally or further to secure any obligation of whatever nature of the Club by a trust deed or other assurance.

- d) to accept and grant sponsorship, franchises and other arrangements as the Board of Directors shall think fit.
- e) to apply for and hold any licences, consents and approvals that may be required in connection with the activities of the Club and to provide catering and such other facilities as the Board of Directors shall consider desirable.
- f) to invite, receive and make donations for or otherwise promote or assist in the development or continuance or facilities for, or the prestige of, cricket or any other sport or recreation.
- g) to support (whether by direct subscription, the giving of guarantees or otherwise) any charitable, benevolent or educational fund, institution or organisation, or any event or purpose of a public or general nature, the support of which will or may, in the opinion of the Board of Directors directly and indirectly benefit, or is calculated so as to benefit, the Club or its activities, or its employees, ex-employees, players, former players or their dependants.
- h) to promote, arrange and organise competitions and entertainments in connection with cricket and any other sport or recreation.
- i) to engage such officials and employees upon such terms and at such remuneration as the Board of Directors may deem appropriate and to dismiss or retire any of them as may be necessary.
- j) to provide pensions, insurances and other benefits for employees or ex-employees of the Club or dependants and relatives of any such persons and to establish and maintain or concur in establishing and maintaining trusts, funds, schemes or other arrangements (whether contributory or non-contributory) with a view to providing such benefits including (but not limited to) retirement benefits and/or life assurance schemes.
- k) to maintain bank accounts in credit or overdrawn on such terms as the Board of Directors shall think fit including the giving or guarantees and indemnities in respect of direct debits and other money transmission or collection systems.
- l) to enter into all deeds and documents of novation or otherwise consequent upon or by reference to the incorporation of the Club.

5. **SHARE CAPITAL**

- a) The capital of the Club shall consist of shares of the value of five pence each.
- b) Every Member of whatever category (other than "Martlet" and Junior Members and any other Members under the age of eighteen) shall hold one share and no more in the capital of the Club. No person who is not a Member shall be issued with a share.
- c) Each Member of the Club (other than as aforesaid) at the date these Rules take effect shall be allotted one share. Five pence of the subscription next paid by each Member shall be deemed to have been applied in purchasing his or her share.
- d) Any person admitted to membership after the date on which these Rules take effect shall be allotted one share on admission or (if later) on graduating from "Martlet" or Junior membership to full membership or otherwise on attaining eighteen years of age, and five pence of the first subscription paid by such Member thereafter shall be applied in paying up the such share in full.
- e) In the case of a share allotted to a Life Member or an Honorary Life Vice President who is not a Member under any other category, whether such share is allotted upon these Rules taking effect or upon admission to membership thereafter, such share shall be credited as fully paid by way of a capitalisation of any profits of the reserve of the Club and the Board of Directors shall have power to take all steps necessary to give effect to this Rule.
- f) No share shall be withdrawable or be transferable to any Member and no interest, dividend or bonus shall be payable on any share nor may it be held in trust for any other person. Any Member transferring or attempting to transfer a share or any interest therein or any rights associated therewith shall, if the Board of Directors decides, be deemed to have resigned from the Club as from the date of such transfer or attempted transfer.
- g) The share of a Member shall be forfeited to the Club when that Member for whatever reasons ceases to be a Member and any amount then due to the Member in respect of such share shall thereupon become the property of the Club.
- h) The Club shall not be required to issue a certificate to any Member in respect of the share allotted to that Member.

6. **OFFICERS ELECTED BY THE MEMBERS**

- a) At the Annual General Meeting (“AGM”) in each year the Members may elect a Patron, who shall be entitled to such privileges as the Board of Directors may decide.
- b) At the AGM in each year the Members shall elect a President and Vice-Presidents, all of whom shall be Members of the Club.
- c) No-one shall be put before an AGM for election as Patron, President or Vice-President unless his nomination results from a recommendation of the Board of Directors or unless he has been nominated in writing by two members. To be valid any such nomination must be received by the Chief Executive by 15th January immediately preceding that AGM, and must be approved by the Board of Directors. The names of any persons to be proposed for election to these positions shall be included in the Agenda for the AGM.
- d) The Officers elected in accordance with this Rule shall hold office until the next AGM and shall then be eligible for re-election without further written nomination.

7. **THE BOARD OF DIRECTORS**

There shall be a board of directors of the Club (the “Board of Directors”), which shall be constituted and elected as follows:-

- a) The Board of Directors shall comprise the Chief Executive, and not more than nine elected directors, falling to eight elected directors at the March 2013 AGM, seven elected directors at the March 2014 AGM, and six elected directors from the March 2015 AGM.
- b) Candidates for election (who may include Vice-Presidents) must be:
 - i) Members of not less than three years standing (i.e the preceding three seasons)
 - ii) Nominated, in writing, by two paid up Members.

Nominations duly signed by the nominating Members must be delivered to the Chief Executive at the County Ground prior to the 15th January preceding the AGM.
- c) Candidates for election must, with their nominations, submit a written synopsis to be sent to each Member with the Ballot Paper. The synopsis shall be in the form prescribed by the Board from time to time, in which the candidate should outline the qualities which he feels he has to offer towards the management of the Club’s affairs. Candidates must produce a head and shoulders photograph to accompany the synopsis. The Chief Executive shall prohibit the circulation of the synopsis if he considers it may be potentially defamatory or in breach of copyright or otherwise unlawful.
- d) The Board of Directors shall be empowered to co-opt to its number up to three Members (subject to the qualifications as specified in Rules 7b)i), and such co-opted members shall have full voting rights. Co-option to the Board of Directors shall be by a two-thirds majority of the elected directors. In the event of the Board of Directors electing an Honorary Treasurer who is not a director, the Honorary Treasurer shall, provided he holds the position in an honorary capacity, be one of the aforesaid co-opted members. Co-opted members of the Board of Directors shall retire annually at the AGM, but may be co-opted for a further term.
- e) No director, other than the Chief Executive, may be an employee of the Club, or have been an employee in the previous two years. No director, other than the Chief Executive, may receive remuneration for carrying out their duties, except for the payment of direct expenses incurred in the normal course of these duties. Family or partners of directors or officers of the Club may only be employed by the Club with the approval of a resolution of the Board of Directors (Rule 7k to be observed in this regard). Directors may trade with, or be retained by, the Club in their normal trade profession or calling with the approval of a resolution of the Board of Directors (Rule 7k to be observed in this regard).
- f) At the AGM of each year until 2015, three directors shall retire by rotation in order of seniority, which shall be determined by the date of their most recent election to the Board of Directors. Such members shall be eligible for re-election. Notice of vacancies which will occur at any such AGM shall be sent to Members before the end of the previous year. From March 2016, two directors will retire annually on the basis noted herein.

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- g) In the event of there being more nominations than vacancies the Chief Executive shall send a voting paper to each Member qualified to vote giving the names and addresses of the candidates, together with those of the proposers and seconders and any additional information relating thereto as the Board of Directors shall permit or as allowed for in Rule 7c). The Board of Directors shall be responsible for the voting procedure and for the form and content of the voting paper, which must be completed and returned in accordance with the instructions thereon. If there is an equality of votes the Chairman (or if he is a candidate or in any way involved as a nominator of or canvasser or supporter for any candidate then a person not so involved who is appointed by the Board of Directors to deputise for the Chairman) shall decide on the person to be elected. The Board of Directors shall appoint independent scrutineers of the voting papers to certify the result, which shall be notified to the press and displayed at the County Ground as soon as available and announced at the AGM.
 - h) All Members, except "Martlet" Members, Junior Members and Student Members under the age of eighteen, are entitled to nominate and vote for candidates for election to the Board of Directors. Group Members shall be entitled to one vote for each subscription paid. A Member may vote for either one, two or three of the candidates and does not need to utilise all three votes.
 - i) In the event of a casual vacancy on the Board of Directors arising, the Board of Directors shall have the discretion to decide whether or not an election is held to fill the vacancy for the balance of the period of office of the former director. In the event of an election being held, the provisions contained in this rule to the election of directors shall apply.
 - j) Any honorary member who is either elected or co-opted to the Board of Directors must, with immediate effect, pay a subscription to the Club and must continue to do so whilst serving on the Board of Directors.
 - k) Directors must declare any potential conflict with, or interest in, any matters to be decided or discussed in the Board of Directors (including any Committee), and to absent themselves from any such decision or discussion.

8. OFFICERS ELECTED BY THE BOARD OF DIRECTORS

There shall be the following further Officers of the Club, who shall be elected as follows: -

- a) The Board of Directors shall have a Chairman and Vice-Chairman elected from its number, and an Honorary Treasurer who need not be a member of the Board of Directors.
- b) The Chairman, Vice-Chairman and Treasurer shall be elected annually by the Board of Directors at its first meeting after the AGM, which shall be held by the end of the April immediately after the AGM. The method of nomination and election shall be in accordance with Rule 8e). Only directors shall be eligible for election as Chairman or Vice-Chairman, and any person so elected shall cease to hold office if he ceases to be a director or if the Board of Directors shall so determine.
- c) Subject to the provisions for determination contained in Rule 8b) the Chairman, Vice-Chairman and Treasurer shall each hold office for a period of one year and (if re-elected as a director) then until new appointments are made under Rule 8b), but shall in each case be eligible for re-election.
- d) The Board of Directors may also elect from its number members to hold any other position which the Board of Directors shall consider expedient. The other provisions of this Rule (other than those relating to the Treasurer) shall also apply to any other such officer, but any director who is elected to a position which is not honorary shall upon election cease to be a director.
- e) Any candidate to be an Officer of the Board of Directors must be proposed, in writing to the Chief Executive, by one other director, not earlier than the conclusion of each AGM. If two or more candidates are proposed for one position, a simple majority vote of the Board of Directors will decide the successful candidate. A candidate may not vote in such election.

9. POWERS OF THE BOARD OF DIRECTORS

- a) The Board of Directors shall have complete control of the management of the affairs and property of the Club except in respect of matters expressly reserved in these Rules to the Members of the Club in General Meeting or otherwise expressly provided for. The Board of Directors shall also be empowered to determine and vary the categories and privileges of membership (including voting rights) and to make such byelaws and regulations consistent with these Rules as it may from time to time deem expedient. Any change shall be notified to Members. The privileges of Life Membership shall remain as at the time of joining, whenever possible. The privileges of membership, byelaws and regulations in force from time to time shall be posted on a notice board in the pavilion at the County Ground.
- b) A resolution of the Board of Directors is required for any decision committing the Club to any expenditure exceeding 0.5% of the Club's annual turnover, where that sum cannot be funded by the Annual Budget previously agreed by the

Board. This rule shall also apply to all staff contracts (both of a cricketing and administrative nature) and to leasing, hire purchase, property transactions and all other contracts.

- c) Without limiting the powers granted by Rule 9a) the Board of Directors may provide at the County Ground, and at other grounds in the County when the Club is playing, catering facilities for members and spectators, and apply for and obtain such licences as may be required.

10. **PROCEEDINGS OF THE BOARD OF DIRECTORS**

- a) The Chairman and Vice-Chairman of the Board of Directors shall be respectively Chairman and Vice-Chairman of the Club. At any meeting of the Board of Directors, the Chairman or in his absence the Vice-Chairman shall preside; in the absence of both the Chairman and the Vice-Chairman a director nominated for this purpose by the Board of Directors shall preside. A person who has an interest in any matter shall not however take the chair on that item and another person as aforesaid shall take the chair.
- b) The Board of Directors shall hold an annual meeting for the purposes outlined in 8b), and in addition to that meeting shall hold such other meetings as it shall consider necessary.
- c) Meetings of the Board of Directors shall be convened by the Chief Executive either upon the direction of the Chairman or pursuant to a resolution of the Board of Directors.
- d) Any officer or any directors may and the Chief Executive shall at the request of any such Officer or members at any time call a meeting of the Board of Directors.
- e) A quorum for a meeting of the Board of Directors shall consist of not less than four elected directors plus one Officer.
- f) Any director may demand a ballot on any resolution of the Board of Directors.
- g) In the case of an equality of votes on any resolution the Chairman of the meeting shall have a second or casting vote.
- h) In the event of any director absenting himself from four meetings in any period of one term without good cause, of which the Board of Directors shall be the sole judge, that person shall be deemed to have relinquished his directorship.
- i) In the event of any director becoming ineligible to continue their role due to their contravention of the England and Wales Cricket Board Ltd's Financial Regulations, or Directors & Officers Regulations, that person shall be deemed to have relinquished his directorship.

11. **COMMITTEES**

- a) The Board of Directors may appoint such Committees as it may from time to time decide. Any director may be appointed a member of any Committee.
- b) Every Committee shall have the power to co-opt. Any person so co-opted (whether or not a director) shall have full voting rights. The number of persons who may be so co-opted at any one time shall not exceed two.
- c) Every Committee shall also have the power to invite any person (whether or not a director) to attend its meetings, but a person so invited shall not be entitled to vote.
- d) Every Committee shall elect its own Chairman and Vice-Chairman, and shall have such powers and duties as shall from time to time be assigned to it by the Board of Directors, but shall report to each meeting of the Board of Directors upon its decisions and proceedings.

12. **MEMBERSHIP**

- a) Applications for membership shall be determined by the Board of Directors or any Committee appointed by the Board of Directors for that purpose. No reasons shall be given to any applicant in the event of rejection and any subscription paid shall be refunded.
- b) Ordinary membership shall be on an annual basis, for which purpose the relevant year will be the same as the Club's financial year.
- c) The Board of Directors shall have the power to elect as Honorary Members, for life or otherwise, any persons who in its opinion have rendered special service to the Club or to the furtherance of the game of cricket in the County or elsewhere.

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- d) A copy of the Rules shall be sent to any Member on request, and any Member shall be deemed to have received notice of the Rules and to be bound thereby.
 - e) The names and addresses of current Members shall be held in the Club Office. No part of this list shall be released to any business or individual, for commercial or marketing purposes or without the prior consent of the Board of Directors, for any other purpose. The requirements of the Data Protection legislation from time to time in force shall be observed.

13. **MEMBERSHIP TICKETS AND GROUND REGULATIONS**

Members' tickets are only transferable, except as provided in these Rules, with the permission of the Board of Directors. This shall be reviewed annually when considering Membership classes for the forthcoming season. Tickets must be produced to the Chief Executive or to any member of staff on request. Members failing to produce their tickets shall be liable to pay for admission and on failure to do so may, at the Chief Executive's discretion, be expelled from the Members' enclosure and the ground. Members shall comply with all ground and other regulations made or authorised by the Board of Directors.

For the avoidance of doubt, whilst certain classes of membership tickets are transferrable, the Membership share shall not be, in line with Clause 5.

14. **OFFENDING MEMBERS**

If any circumstances affecting any Member which, in the opinion of the Board of Directors, are likely to prejudice the interests of the Club, be brought to the notice of the Board of Directors or if any Member shall transfer, lend or part with his Member's ticket to any other person or abuse any of the privileges of membership, the Board of Directors shall have power to remove the name of the offender from the list of Members and shall give him notice thereof through the Chief Executive. No subscription or part thereof shall be refundable under such circumstances.

15. **SUBSCRIPTIONS**

- a) The subscription rates for the various categories of membership shall be determined from time to time by the Board of Directors.
- b) The Board of Directors shall be empowered to fix different rates of subscriptions for the same categories of Member residing inside and outside the County and also for the same categories of Member residing in different places within the County.
- c) The Board of Directors shall be empowered to fix different rates of subscription for Life Members wherever residing who become Life Members at different ages.
- d) The Board of Directors shall be empowered to charge an entrance fee to new Members.
- e) All subscriptions shall be due on the 1st November and no Member shall be entitled to any of the privileges of membership (including, without limitation, the right to vote at general meetings of the Club) until his subscription for the current year has been paid. Subscriptions may be paid in respect of every class of membership under the authority of a Direct Debit Mandate lodged with the Member's bank and expressed to be in favour of the Sussex County Cricket Club.
- f) The membership of any Member whose subscription remains unpaid on 1st April shall forthwith cease provided that the Board of Directors shall have discretion to re-admit any such person to membership on such conditions as it shall consider appropriate.
- g) The Club shall participate in the Direct Debiting Scheme as an originator for the purpose of collecting subscriptions for any class of membership and/or any other amounts due to the Club. In furtherance of this object the Club may enter into any indemnity required by the Banks upon whom Direct Debits are to be originated. Such an indemnity may be executed on behalf of the Club by delegated officers of the Board of Directors, or by members of staff nominated by the Board of Directors.

16. **REPORT AND ACCOUNTS**

- a) The Honorary Treasurer shall be responsible for ensuring that the Club keeps proper books of account and for presenting at every Annual General Meeting of the Club, or at any other time if required on reasonable notice to him by the Board of Directors, an accurate report and statement by him concerning the financial position of the Club, including a statement of income and expenditure.
- b) The Board of Directors shall cause to be prepared in each year:

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- i) The accounts of the Club for the financial year ending in that year which shall be audited and duly certified by the Auditors appointed for that purpose, and
 - ii) The report of the Directors for that financial year dealing with the cricket and general affairs of the Club, and including a list of the Officers of the Club, the members of the Board of Directors and of all Committees then in office, and the senior officials.
- c) At each Annual General Meeting an auditor or auditors (“the Auditors”) not being a director or directors) shall be appointed to audit the accounts of the Club. A statement of the Club accounts for the financial year, duly audited and signed by the Honorary Treasurer, shall be submitted at the Annual General Meeting and a copy shall be sent to every Member who has requested a hard copy with the notice of the meeting.
 - d) Copies of the Audited Accounts for each financial year shall be available in the Chief Executive’s office not later than the last day of February in the ensuing year, and may be inspected on or after that date by any Member in person during normal business hours between Monday and Friday inclusive. In addition, they will be available from the Club’s website at www.sussexcricket.co.uk from the time that the Notice of the AGM is posted to Members.
 - e) The provisions of the Acts as to the appointment, removal, powers, rights, remuneration and duties of the Auditors shall be complied with. The Auditors shall be entitled to attend any General Meeting and to receive all notices of and other communications (other than voting forms) relating to any General Meeting which any Member is entitled to receive, and to speak at any General Meeting on any part of the business of the meeting which concerns them as Auditors. The remuneration of the Auditors shall not exceed any limit imposed by the Registrar pursuant to the Acts.

17. ANNUAL GENERAL MEETING

- a) The AGM shall be held in Brighton or Hove not later than 31st March in each year. The Chairman of the Club, or in his absence the Vice-Chairman of the Club, shall preside. A person who has an interest in any matter shall not however take the chair on that item, and another person as aforesaid shall take the chair.
- b) The Audited Accounts of the Club and the Report of the Directors for the preceding financial year shall be presented at the AGM and Auditors shall be appointed for the ensuing year.
- c) Not less than 21 days notice of the AGM shall be given to every Member and the notice shall be accompanied by the agenda for the meeting and copies of the Audited Accounts and Report of the Directors to be presented at the meeting.
- d) The Board of Directors shall cause to be placed on the agenda, in addition to the ordinary business of the AGM and to resolutions to be proposed on behalf of the Board of Directors, any resolutions to be proposed by a Member of which written notice bearing the signature of the proposer and seconder is received by the Chief Executive on or before the 15th January immediately preceding the meeting.
- e) Fifty Members shall constitute a quorum.
- f) All Members whose subscriptions for the current year have been paid shall, on production of their notice to attend and current Club membership card, be entitled to attend and vote at the AGM, except that “Martlet” and Junior Members, and any other Member under the age of eighteen shall not be entitled to vote. Group Members shall be entitled to one vote for each subscription paid. The Chairman of the meeting shall have a second or casting vote in the event of an equality of votes on any resolution. A ballot on any resolution may be demanded by seventy-five Members, or by the Chairman of the meeting, and such Chairman shall also decide how and when any such ballot is conducted.
- g) The Board of Directors shall be empowered to make provision for Members unable to be present to vote by proxy or in writing.
- h) Except where otherwise provided in these Rules, any resolution proposed at a General Meeting shall, in order to be passed, require a majority of the votes cast to be in favour of it.

18. SPECIAL GENERAL MEETING

The Chief Executive shall, at the request of the Board of Directors, or on receipt of a requisition signed by not less than fifty Members entitled to vote in accordance with Rule 17f), call a Special General Meeting. Such request or requisition must state the purpose for which the meeting is to be called and within fourteen days of receipt, the Chief Executive shall notify every member of the date, time, place and purpose of the meeting. Not less than 21 days’ notice of a Special General Meeting shall be given. No business shall be transacted at such meeting except that for which the meeting is called, and no amendment shall be moved to the business before the meeting, except by permission of the Chairman of the meeting, unless notice shall be given to the Chief Executive in writing so as to be received by him at least seven clear days before the date of such meeting. Save, as expressly herein provided, the provisions of these Rules relating to the conduct of the AGM shall have effect in relation to a Special General Meeting.

19. **NOTICES**

Any notice required by these Rules to be sent to a Member may be delivered by hand or sent by pre-paid post (first or second class) to such Member at his last address registered with the Chief Executive. If sent by post it will be deemed to have been received by such Member at the expiration of 72 hours after the time of posting. In calculating a period of notice the day of deemed receipt and the day of the meeting shall both be excluded.

20. **ALTERATION OF RULES**

These Rules may be amended or rescinded, and new rules, made at the AGM or any Special General Meeting called for that purpose, but no resolution shall be carried unless two-thirds of those voting record their vote in favour of that resolution, and the adoption of any such amendment, rescission or new Rule shall be subject to the requirements of the Acts.

21. **INTERPRETATION OF RULES**

- a) For the purpose of these Rules unless the context otherwise requires,
- i) the masculine shall include the feminine (and vice versa)
 - ii) the singular shall include the plural (and vice versa)
 - iii) the County of Sussex shall comprise East Sussex and West Sussex and the City of Brighton & Hove
 - iv) Group Members shall comprise Affiliated Club members and any other category of Membership which the Board of Directors shall so determine
 - v) “year” shall mean a calendar year
 - vi) “financial year” shall mean the period (whether or not of twelve months) for which the Board of Directors shall determine that the Accounts of the Club are made up
 - vii) “term” shall mean the period between one AGM and the next AGM.
 - viii) for the avoidance of doubt, a Member of three years’ standing means a person who is currently a Member and has been so for at least three consecutive calendar years prior to the time of election
- b) Upon any question of the interpretation of these Rules, the decision of the Board of Directors shall be final.

22. **DISSOLUTION AND WINDING UP OF THE CLUB**

- a) The Club may be dissolved only in accordance with the Acts.
- b) The Club may be wound up either compulsorily by an order pursuant to the Insolvency Act 1986 or voluntarily by resolution of the Members (either as a Members Voluntary Winding Up or Creditors Voluntary Winding Up) pursuant to the Insolvency Act 1986 as if the Club were a company within the meaning of that Act.
- c) In the event of dissolution or winding up, the property and assets of the Club, after discharge of all liabilities and expenses, shall be distributed for the benefit of cricket in the County of Sussex as the Board of Directors shall think fit.