



CONSTITUTION

OF

THE UGANDA CRICKET ASSOCIATION

(AS AMENDED ON THE 15TH DAY OF JUNE 2019)

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OF
THE UGANDA CRICKET ASSOCIATION**

**ARTICLE I
NAME & JURISDICTION**

1. Name

- a) The name of the association shall be the “**Uganda Cricket Association**” (herein after referred to as “**UCA**” or “**the Association**”).
- b) The Association shall be duly incorporated under the applicable laws of Uganda.
- c) UCA may establish such acronyms or abbreviations as may be appropriate for its business, and may create and register logos, marks or trademarks and such other intellectual property as may be appropriate to further its purposes and objectives.
- d) Persons or organizations shall not use the name, initials, logos or trademarks of the Association except with written consent of the Association.
- e) UCA shall exercise jurisdiction and control over all cricket organizations and competitions in Uganda.
- f) The Association shall have a Secretariat which shall be its principal office and the place where all its records are kept and maintained.

2. Registered Offices

- a) The registered office of the Association shall be maintained in the City of Kampala.
- b) The registered office may be changed from time to time by the Management Committee to the extent permitted by the Companies Act or as the affairs of the Association may require.
- c) The registered office may be the same as the principal office.

3. Logo

- a) The logo and name of the Association shall be registered with the Uganda Registration of Services Bureau. No one may use the name or initials of the Association or any of its logos save with the written consent of the Association and as provided under this Constitution.

4. Not-For-Profit Status

- a) UCA shall be a not-for-profit organization and shall be operated as such pursuant to the laws of the Republic of Uganda. In doing so, it shall among others seek to

develop and control cricket and foster national and international competition through the sport of cricket.

- b) The Association shall be managed and operated in such manner as is consistent with all the written laws of Uganda.

5. Recognition By The International Cricket Council (ICC)

- a) UCA shall seek to maintain recognition by the International Cricket Council (ICC) as the national governing body for the sport of cricket in Uganda. In furtherance of that purpose, UCA shall comply with all such requirements established from time to time and for its continued recognition as a national governing body affiliated to the ICC.

- b) In fulfilling those requirements UCA shall:

- i) Be autonomous in the governance of the sport of cricket in Uganda and shall independently determine and control all matters central to such governance and shall not be such to the control and/or influence of any person(s) or body.
- ii) Maintain sound managerial and financial competence and capability so as to establish national goals for cricket relating to the development and well-being of the sport, and to implement and administer plans for the attainment of those goals, and to execute its obligations as the national governing body for the sport of cricket in Uganda.
- iii) To maintain regular communications between UCA and all member organizations.
- iv) Provide for organizational, independent and honorary membership.
- v) Ensure that its Management Committee (hereinafter referred to as “**the Management Committee**”) and any other governance body so established implements the established criteria and election procedures as outlined within the Constitution and bylaws of UCA.
- vi) Be governed by the Management Committee whose members are Ugandans elected through regular elections and without regard to race, colour, religion, origin or gender but who shall be permanent residents in Uganda.
- vii) Provide an equal opportunity to any person, athletes, coaches, trainers, managers, administrators, and officials to participate in cricket competitions or activities without discrimination on the basis of race, colour, religion, origin or gender.

- viii) Establish procedures for the fair, prompt and equitable resolution of grievances filed by its members.
- ix) Provide fair notice and an opportunity for a hearing to any athlete, coach, trainer, manager, administrator or official in accordance with the provisions provided in this Constitution and any By-Laws of UCA.

ARTICLE II

OBJECTIVES & FUNCTIONS

1. The objectives and functions of the Association

- a) The objectives and functions of the Association shall, among others, include:
 - i) To promote, encourage, foster and develop interest in and knowledge of the game of cricket throughout Uganda.
 - ii) To encourage and assist in the promotion, administration and hosting cricket games in various clubs, districts, and regions of Uganda.
 - iii) To liaise with, make and maintain linkages with any district, municipal, city or regional governing bodies or with the ICC or other international bodies on matters pertaining to cricket in Uganda.
 - iv) To foster, encourage and develop the highest standards of officiating at all levels of cricket through the introduction of formal training and qualifications for coaches, umpires and scorers that are affiliated to the Association.
 - v) To foster the development of the sport at all levels including among the youth, women and the disabled.
 - vi) To ensure that all cricket matches played in Uganda and matches played anywhere and involving teams or clubs under the management or with affiliation to the Association are conducted in accordance with the Laws of Cricket, the traditions and spirit of the game, and such rules and regulations established by the ICC that apply to local, regional and international cricket.
 - vii) Provide funding to supplement the promotion and development of cricket within the various regions in Uganda.
 - viii) To perform such actions as UCA deems necessary or conducive to the promotion and development of cricket in Uganda and also in accordance with any development program instituted by ICC.

- ix) To acquire and own land, and other property for the purpose of developing cricket grounds and other cricket facilities in general.
- x) To exercise and take disciplinary action over the members of the Association and/or their membership as and when the occasion demands.
- xi) To arrange, establish, finance and support any scheme for the coaching of players of Cricket at Schools, Clubs, tertiary institutions, regions or elsewhere.
- xii) To acquire by purchase, lease or otherwise and dispose of any such property moveable and immoveable or any interest therein, and to manage, layout, prepare and maintain the same for Cricket or other athletic sports and to build or otherwise provide buildings in connection therewith and to furnish, alter, enlarge, repair, uphold and maintain the same and to permit such land and buildings to be used by members of the Association and others gratuitously or for payment and to dispose of any property in the interest of the Association.
- xiii) To engage in any other lawful investment from time to time for the sole purpose of the development of cricket in Uganda.

ARTICLE III ELIGIBILITY & MEMBERSHIP

1. Eligibility

- a) Membership to the Association UCA shall be open to all organized cricket clubs, schools, colleges or tertiary institutions, with a verifiable membership base of at least fifteen (15) members.
- b) Membership may also be open to organizations whose objectives and business enhance the development of cricket, and individuals of distinguished character and record and of proven goodwill to the development of cricket.

2. Membership

- a) The Association shall have the following categories of membership:
 - i) Full Member
 - ii) Provisional Member
 - iii) Associate Member
 - iv) Honorary Member
 - v) Life Member

- b) All membership to the Association, save for the current membership mentioned herein below, shall be bestowed on such individuals and/or organizations by the Management Committee duly constituted and in the exercise of its sole and unfettered discretion.

3. Full Member

- a) A Full Member is an organization which has satisfied all the conditions of membership as outlined in this Constitution. These shall be entitled to vote during the meetings of the Association.
- b) The Eight (8) clubs which by the time of the coming into force of this Constitution were members of the Uganda Cricket Association and which are listed in Schedule of this Constitution shall constitute the first members of the Association.
- c) The Eight (8) clubs; which by the time of the coming into force of this Constitution are already Members of the Uganda Cricket Association; shall be given reasonable time to incorporate under the Trustees Incorporation Act of Uganda.
- d) Failure to comply with Clause C above shall be grounds for expulsion from full membership.

4. Provisional Member

- a) A Provisional Member is an organization seeking to acquire full member status but which has not yet satisfied all the requirements to be such member.
- b) A Provisional Member shall not be entitled to vote during the meetings of the Association.

5. Associate Member

- a) Associate Membership is available to schools, educational and/or tertiary institutions and other organizations that are not yet eligible to attain Full Membership but which are involved with the development and administration of cricket in Uganda.

6. Honorary Member

- a) Honorary Membership is available to individuals and/or organizations of repute and who have provided outstanding service to cricket or whose membership would enhance the image and reputation of the Association and cricket both locally and internationally.
- b) The bestowal of Honorary Member status on any individual is subject to unanimous decision/approval by the Management Committee. Honorary Members shall not be entitled to vote during the meetings of the Association.

- c) Honorary Membership shall be withdrawn by the unanimous decision of the Management Committee.
- d) Honorary members are not required to pay membership fees but shall be at liberty to contribute financially or otherwise the cause of cricket in Uganda.

7. Life Member

- a) Life Membership is available only to individuals who have over time and in various ways made outstanding contribution to the game and cause of the game of cricket or the activities of the Association. Such membership shall be bestowed on an individual by the unanimous decision of the Management Committee.
- b) Life Members may attend any meeting of UCA and actively take in any business or activities conducted through such meetings but shall not be entitled to vote.
- c) Life members shall not be required to pay membership fees but shall remain at liberty to make such contributions as they may deem fit for the good of the game of cricket.
- d) Life Members may serve on committees and provide advice to the Management Committee.
- e) Life Members may from time to time be constituted into a Committee of Elders who may when called upon from time offer such advice, guidance and such other assistance to the Association and/or its membership.

8. Applications to become a Full Member

- a) Any organization seeking to become a Full Member of UCA must comply with the following requirements:
 - i) A Trust Deed and Certificate of incorporation under the Trustees Incorporation Act of Uganda.
 - ii) Submit an application in writing to the Honorary Secretary.
 - iii) The application shall include copies of the organization's Constitution and by-Laws, playing schedule of the organization, the full names, addresses, telephone numbers and electronic mail addresses of the organization, its members and its officers.
 - iv) Furnish proof of having been engaged and/or involved in the development of cricket in Uganda for an uninterrupted period of 6 (six) years prior to the date of submitting the application.

- v) Have in existence a cricket club/ team which is in position which can actively engage in competitive cricket in Uganda.
 - vi) Have in place a cricket nursery to bolster the cricket club/team in (iv) above and a women's side actively involved in Women's Cricket in Uganda.
 - vii) Furnish proof of established and proven linkages with a school in Uganda for purposes of extending the knowledge and instruction of cricket in Uganda which is engaged in.
 - viii) Have in place sufficient cricket facilities including but not limited to an oval/ ground.
 - ix) Upon acceptance of the application, undergo a provisional/ probationary period of at least 2 (two) years before confirmation as a full member of UCA.
 - x) If a provisional member commits an infraction of any provision herein contained or any rules or bye – laws made hereunder during its provisional period, then that member may be subjected to an additional provisional/probationary period as deemed necessary by the Management Committee .
- b) Each application for Membership shall include the applicant's acknowledgment and assent to:
- i) Always comply with the Constitution, By-Laws, Regulations and decisions of UCA.
 - ii) Comply with the Laws of Cricket as may be established and in place from time to time.
 - iii) Follow the dispute resolution procedures for membership as outlined in this Constitution.
- c) The Honorary Secretary shall refer applications for membership to the Management Committee for its consideration.
- d) The Management Committee shall review applications for membership to determine whether an applicant complies with the conditions and requirements herein contained.

- e) Applications for full membership shall be approved by the unanimous decision of the Management Committee, and subsequent to such approval upon full and prompt payment of the applicable membership dues stipulated by this Constitution and/or the Management Committee.
- f) Provisional Members are not allowed to vote at/during the Annual General Meetings of the Association. Individuals representing provisional members during such meetings are not eligible to be nominated to any office of the Association during the provisional/probationary period of the Member.
- g) Upon approval of Full Membership, the new member shall acquire membership rights as a full member of the Association.
- h) All membership shall be on an annual basis commencing from the 1st Day of January to the 31st Day of December of each calendar year.
- i) The Management Committee shall retain the sole discretion to admit any person into any category membership of the Association.

ARTICLE IV MEMBERSHIP DUES

1. Membership Dues

- a) The Management Committee shall determine the annual membership dues for the various categories of membership.
- b) Membership dues shall be paid to the Association on or before 31st January of each year.
- c) Members who fail to pay the annual membership dues by the stipulated date shall be ineligible to participate in activities of the Association and/or enjoy the rights and privileges available to members.
- d) A late fee penalty shall be payable if membership fees are not paid by the stipulated date.
- e) The penalty for late payment of membership dues, fines or penalties shall be established by the Management Committee and published from time to time.
- f) Full Members that pay the membership dues within the established guidelines shall be considered members in good standing, eligible and entitled to all rights and privileges of full membership.

ARTICLE V RIGHTS OF MEMBERS

1. Rights of Members

- a) Members shall have the following rights:
 - i) To participate in UCA organized events and competitions
 - ii) To draft proposals for inclusion in the agenda of UCA meetings
 - iii) To participate in UCA's assistance and development programs
 - iv) To exercise all other rights and privileges arising from UCA's Constitution and by-laws; subject to other provisions in this Constitution and the applicable by-laws

ARTICLE VI OBLIGATIONS OF MEMBERS

1. Obligations of Members

- a) Members have the following obligations:
 - i) To comply fully with the Constitution, By-laws, Regulations, directives and decisions of UCA and/or its organs.
 - ii) To participate in competitions organized by UCA.
 - iii) To pay their membership dues and subscriptions.
 - iv) To provide verifiable contact information of all of its officers and members to the Honorary Secretary of UCA. The contact information should include the names, postal and electronic addresses and telephone numbers of said officers. This requirement is deemed necessary for effective communication and to maintain an up to date profile of the membership in UCA.
 - v) To comply with the Laws of Cricket, playing conditions, the spirit of the game and all stipulated regulations duly established and in place from time to time.
 - vi) To comply fully with all other requirements and obligations arising from the Constitution and other regulations.
- b) Violation of the above-mentioned obligations by any individual or member may lead to sanctions as provided in this Constitution.

ARTICLE VII GOOD STANDING

1. Good Standing

- a) A Member of the Association will be in good standing provided that the Member:
 - i) owes no outstanding membership dues or other debts to the Association;
 - ii) has not been suspended or expelled from Membership, or has no other membership restrictions or sanctions imposed thereon;
 - iii) has complied fully with the Constitution, the by – laws, rules, regulations and policies of the Association;
 - iv) is not subject to a disciplinary investigation or action by the Association, or if subject to disciplinary action previously, has fulfilled all terms and conditions of such disciplinary action to the satisfaction of the Association;
 - v) whose Constitution and/or by-laws are not in conflict with the Constitution and by-laws of the Association.

ARTICLE VIII SUSPENSION & TERMINATION OF MEMBERSHIP

1. Suspension of Membership

- a) The Management Committee may suspend a member who violates the provisions of this Constitution.

2. Termination of Membership

- a) A member may resign membership at any time by submitting a written notice to the Honorary Secretary of UCA.
- b) The Management Committee may terminate a member who negligently and/or repeatedly violates the provisions of this Constitution.
- c) The Management Committee may terminate a member due to non-payment of membership fees, dues, fines, assessments or penalty which remains unpaid by a date stipulated by the Management Committee or any organ of the Association duly and properly established.

3. Power of the Management Committee

- a) The Management Committee may, by a unanimous decision, suspend or expel a member due to conduct deemed to be prejudicial, detrimental and/or contrary to

the aims and objectives of the Association or if there exists any such condition which in the view of the Management Committee brings the game of cricket and the name and/or image of the Association into disrepute. The member shall be provided an opportunity to present its case to the Management Committee or any such organ prior to the same arriving at a decision whether or not to suspend or expel or to recommend the suspension or dismissal of the member.

- b) Any member who is suspended or expelled from the Association shall receive written notice from the Honorary Secretary regarding the suspension and or expulsion and the reasons thereof and shall have the right to appeal this decision in accordance with the provisions of this Constitution.

ARTICLE IX

GOVERNANCE, MANAGEMENT & ADMINISTRATION

1. Governance Structure

a) The Association shall have:

- i) Board of Trustees
- ii) Management Committee
- iii) A Chief Executive Officer

2. Qualifications for Participation in Governance of the Association

a) A person shall not hold an executive office of the Association unless that person:

- i) Has participated in the sport of cricket or been involved in the administration of the sport of cricket.
- ii) Is a citizen of Uganda.

b) For the purposes of this Clause a person has:

- i) Participated in the sport of cricket if that person has played or participated in the sport of cricket in school, at the district, regional, national or international level;
- ii) Been in the administration of a sport if that person has been involved in the management or running of the sport at a level recognized by the National Council of Sports.

c) A person shall not hold an executive office or be involved, concurrently, in the governance of more than two national sports associations.

3. Board of Trustees

a) There shall be Board of Trustees comprising of three (3) distinguished members of good repute who have offered outstanding service to the game of cricket who shall be nominated by the Management Committee and approved by the General meeting.

b) A Trustee shall be:

- i) An eminent citizen of Uganda.
- ii) Of sound mind.
- iii) Above 45 but below 75 years of age.
- iv) Of good moral character.
- v) A registered owner of land in Uganda.
- vi) Domiciled in Uganda during their term of Office.

c) A Trustee shall serve a two year term which term maybe renewable upon the Management Committee 's nomination and approval by the general meeting.

d) The Board of Trustees shall be charged with advising and promoting the interests of the Association.

e) Trustees shall not be entitled to vote and may not pay membership fees but may attend Management Committee meetings.

4. Management Committee

a) There shall be a Management Committee comprising of the following:

- i) A Chairman
- ii) A Vice-Chairman
- iii) A Treasurer
- iv) A Secretary
- v) A Member representing each of the Association's Full Members
- vi) A Member representing women
- vii) A Chief Executive Officer

b) The Chief Executive Officer shall be an ex-officio member with no voting rights.

c) Members the Management Committee shall be citizens of Uganda and must be domiciled in Uganda during their term of office and save for the Chief executive officer, shall not hold any other management role or position in the Association.

d) Members the Management Committee shall have an electoral tenure of two (2) years subject to Staff Performance Evaluation.

- e) The Members the Management Committee shall be charged with overseeing and/or supervising the general management and affairs of the Association.
- f) The Members the Management Committee may, in the exercise of its supervisory functions, do the following:
 - i) Set policy and provide guidance and strategic direction for the management of the Association.
 - ii) Set Key Performance Indicators and Targets for the Association's Members and/or Staff.
 - iii) Establish marketing programs to secure sponsors and funding.
 - iv) Ensure that all UCA commitments, resolutions, legal and regulatory compliance are implemented and strictly adhered to.
 - v) Monitor and ensure that the Association's assets are properly protected.
 - vi) Ensure the proper management of the finances of the Association and ensure that financial records and accounts are audited in accordance with accepted business practices.
 - vii) Ensure proper communication between the Association and its membership.
 - viii) Appoint a Chief Executive Officer and determine his/her remuneration.
 - ix) Oversee the effective corporate governance of the Association.
 - x) Organize and appoint all committees and subcommittees and shall set guidelines under which said committees operate.
 - xi) Set up and appoint committees to streamline in operations and assist in its day to day operations.
- g) The Members the Management Committee and/or its individual members shall not engage in the day-to-day affairs and management of the Association unless otherwise required to do so in matters of extreme urgency and/or importance.

5. Chairman

- a) There shall be a Chairman of the Management Committee duly **elected** by the Full Members of the Association shall through their delegates at the Association's Annual General Meeting of each election year.

h) The Chairman shall have an electoral tenure of two (2) years subject to Staff Performance Evaluation.

b) The Chairman shall be charged with:

i) The overall supervision of all matters and business of the Management Committee .

ii) Chairing all meetings of the Management Committee .

iii) Any other duty that may from time to time be assigned by the Management Committee.

c) The Chairman shall report directly to the **Board of Trustees**.

6. Vice Chairman

a) There shall be a Vice Chairman of the Management Committee duly **elected** by the Full Members of the Association shall through their delegates at the Association's Annual General Meeting of each election year.

b) The Vice Chairman shall have an electoral tenure of two (2) years subject to Staff Performance Evaluation.

c) The Vice Chairman shall be charged with:

i) Deputizing the Chairman

ii) Assisting the Chairman with his/her day-to-day activities.

iii) Any other duty that may from time to time be assigned by the Management Committee.

d) The Vice Chairman shall report directly to the Management Committee.

7. Treasurer

a) There shall be a Treasurer duly **elected** by the Full Members of the Association shall through their delegates at the Association's Annual General Meeting of each election year.

b) The Treasurer shall have an electoral tenure of two (2) years subject to Staff Performance Evaluation.

- c) The Treasurer shall be charged with the Association's General Financial Management and/or Oversight including but not limited to:
 - i) Financial planning and budgeting.
 - ii) Financial reporting and accountability.
 - iii) Banking, book keeping and record keeping.
 - iv) Control of fixed assets and stock.
 - v) Funding, fundraising and sales.
 - vi) Act as a Financial Liaison.
 - vii) Act as an information and reference point for the Management Committee; clarifying financial implications of proposals; confirming legal requirements; outlining the current financial status; and retrieving relevant documentation.
 - viii) Any other duty that may from time to time be assigned by the Management Committee and Trustees.
- d) The Treasurer shall report directly to the Management Committee.

8. Secretary

- a) There shall be a Secretary duly elected by the Management Committee.
- b) The Secretary shall have an electoral tenure of two (2) years subject to Staff Performance Evaluation.
- c) The Secretary shall be charged with:
 - i) Ensuring meetings are effectively organised and minuted.
 - ii) Maintaining effective records and administration.
 - iii) Upholding the legal requirements of governing documents.
 - iv) Communication and correspondence.
 - v) Any other duty that may from time to time be assigned by the Management Committee.
- d) The Secretary shall report directly to the Management Committee.

9. A Chief Executive Officer

- a) There shall be a Chief Executive Officer duly appointed by the Management Committee.
- b) The Chief Executive Officer shall have a tenure of two (2) years subject to Staff Performance Evaluation.
- c) The Chief Executive Officer shall be the public face of the Association and shall be charged with:
 - i) Advising the Management Committee.
 - ii) Implementing the Association's strategic plans.
 - iii) Making major corporate decisions.
 - iv) Managing and overseeing the overall operations and resources of the Association.
 - v) Managing the human, financial and physical resources of Association.
 - vi) Oversee Staff Performance Evaluation done every six (6) months.
 - vii) Acting as the main point of communication between the Management Committee and corporate operations.
 - viii) Communicating, on behalf of the Association, with stakeholders, government entities and the public.
 - ix) Leading the development of the Association's short- and long-term strategy.
 - x) Creating and implementing the Association's vision and mission.
 - xi) Evaluating the work of other Members within the Association.
 - xii) Maintaining awareness of the competitive market landscape, expansion opportunities and industry developments.
 - xiii) Setting strategic goals and making sure they are measurable and describable.
 - xiv) Any other duty that may from time to time be assigned by the Management Committee.

d) The Chief Executive Officer shall report directly to the Management Committee.

10. Staff Performance Evaluations

- a) All staff shall undergo Staff Performance Evaluation.
- b) All Staff Performance Evaluation shall be done every six (6) months.
- c) All Staff's Performance Evaluation shall be subject to Pre-determined Key Performance Indicators and/or Targets.
- d) Non-performance shall be grounds for suspension without pay or immediate dismissal.

ARTICLE X VACANCIES

1. Vacancy

- a) A member's position on the elected Management Committee member will be declared vacant upon the resignation, removal, incapacity, relocation, disability or death of the person/individual holding or occupying such office.

2. Resignation

- a) A person may resign at any time by giving written notice to the Secretariat. Such resignation shall take effect at the time specified therein, and unless otherwise specified, the acceptance of such resignation shall not be necessary to make it effective.

3. Removal

- a) The Management Committee may recommend to member clubs to remove any of its elected members in case of any malfeasance, incompetence, tardiness, and any other reason, which in the sole discretion of the Management Committee is contrary to the goals and objectives of Association and/or which brings the sport of cricket and the name and image of the Association into disrepute.

4. Filling Vacancies

- a) Any vacancy on the Management Committee , except that of the Representative of the Regional Directors, may be filled by appointment by the Management Committee if the period from the time of the vacancy and the next general election is not more than 6 (six) months.
- b) Where the period between the occurrence of the vacancy and the next general election exceeds 6 (six) months, the Management Committee shall at the earliest opportunity cause an Extra Ordinary General Meeting to conduct an election for purposes of filling the vacancy.

- c) Prior to holding elections to fill the vacancy, the Management Committee may in its discretion and depending on the circumstances of the case appoint a suitable person to hold and perform the duties entrusted to such office on an interim basis.
- d) Any person appointed to fill a vacancy in on the Management Committee on an interim basis shall not be entitled to vote on any matters during the meetings of the Management Committee .
- e) Any vacancy for the position of a representative of the Regional Directors shall only be filled by appointment from the Regional Directors.

ARTICLE XI CONFLICT OF INTEREST

1. Conflict of Interest

- a) If any Trustee or Member of the Management Committee or Committee of the Association has a financial or other interest in any contract, matter or transaction involving Association, such individual shall:
 - i) Disclose the conflict of interest.
 - ii) Refrain from participating and/or taking any part in the evaluation and/or performance of the contract, matter or transaction.
- b) The breach of any of the above provisions shall lead to institution of disciplinary action against such Member or person.

ARTICLE XII COMPLAINTS & DISPUTES

1. Settlement of Complaints and Disputes

There shall be an Ethics and Disciplinary Committee to hear and settle complaints and disputes.

2. Composition of the Ethics and Disciplinary Committee

- a) The Ethics and Disciplinary Committee shall be composed of two (2) Management Committee Members and one (1) non-member of good repute and a legal background.
- b) Members of the Ethics and Disciplinary Committee shall be appointed by the Chairman of the Management Committee upon recommendation by the Chief Executive Officer.

- c) Members of the Ethics and Disciplinary Committee shall be appointed on a case-by-case basis.

3. Jurisdiction and Powers of the Ethics and Disciplinary Committee

- a) The Ethics and Disciplinary Committee shall have jurisdiction to hear and settle complaints and disputes lodged by:
 - i) Any person, in pursuance of the good of the game of cricket or the Association, against any Member or person who ascribes and/or subscribes to a Member of the Association.
 - ii) Any Member or person who ascribes and/or subscribes to a Member of the Association against another Member or person who ascribes and/or subscribes to a Member of the Association.
- b) The Ethics and Disciplinary Committee shall have the power to:
 - i) Settle any complaint or dispute by way of mediation, reconciliation, arbitration, adjudication or such procedure as the Committee thinks appropriate and acceptable to the parties to the complaint;
 - ii) Summon the party against which a complaint has been made;
 - iii) Require the party against which a complaint has been made to file a defence within seven (7) days;
 - iv) Investigate a complaint and any defence put forward to such a complaint;
 - v) Require the attendance of any person as a witness or require the production of any document relating to the complaint after reasonable notice has been given;
 - vi) Hold hearings in order to establish whether a complaint is or is not well founded in accordance with this Constitution; and the Committee shall, while conducting hearings employ the most suitable means it considers best able to clarify the issues between the parties;
 - vii) Presume the complaint settled if the complainant fails to appear within the specified period;
 - viii) Make a ruling if the Member that a complaint is made against fails to appear within the specified period;
 - ix) Adjourn the hearing to another date.

- c) The Ethics and Disciplinary Committee shall; while exercising its powers under this Constitution; make a ruling within 30 days of receipt of a complaint and clearly state the reasons for its decision on a complaint.

4. Lodging of Complaints

- a) Any Member or person may file a complaint within fourteen (14) days of the occurrence of the alleged infringement, grievance and/or violation.
- b) A complaint shall contain:
 - i) Clear and concise language in numbered paragraphs clearly outlining the alleged infringement, grievance and/or violation and the remedy sought.
 - ii) Any evidence and/or witnesses that the complainant intends to rely on.
- c) A complaint shall be duly signed and dated by the complainant.
- d) A complaint shall be addressed to the Secretary and filed in quadruplicate with the Secretariat.
- e) A complaint shall be accompanied by a receipt indicating payment of the requisite filing fees.

5. Rules of Procedure

Proceedings at the Ethics and Disciplinary Committee shall be conducted in accordance with the rules of natural justice.

6. Penalties

- a) The Disciplinary Committee, in exercise of its powers under this Constitution, may make a ruling in favour of the complainant and impose any of the following disciplinary penalties:
 - i) Reprimand
 - ii) Caution
 - iii) Warning
 - iv) Fine
 - v) Return of award
 - vi) Match suspension;
 - vii) Ban
 - viii) Annulment of match results
 - ix) Forfeit
 - x) Deduction of points
 - xi) Relegation to a lower division

- xii) Suspension
- xiii) Expulsion

b) Notwithstanding Clause 6(a) above, the Disciplinary Committee may cause institution of Civil and/or Criminal Proceedings against a Member that a complaint is made against or a Member that the Disciplinary Committee has reason to believe has committed major infringements.

ARTICLE XIII

APPEALS

1. Appeals

There shall be an Appeals Committee to hear and settle appeals against decisions of the Ethics and Disciplinary Committee.

2. Composition of the Appeals Committee

- a) The Appeals Committee shall be composed of three (3) Management Committee Members and two (2) non-members of good repute and a legal background.
- b) Members of the Appeals Committee shall be appointed by the Chairman of the Management Committee upon recommendation by the Chief Executive Officer.
- c) Members of the Appeals Committee shall be appointed on a case-by-case basis.

3. Right to Appeal

Any party that is dissatisfied with the decision of the Ethics and Disciplinary Committee on a complaint made under this Constitution may lodge an appeal with the Appeals Committee within fourteen (14) days from the date of delivery of the decision of the Ethics and Disciplinary Committee.

4. Lodging of Appeals

- a) An appeal shall be lodged by way of a Notice of Appeal addressed to the Secretary and filed in quadruplicate with the Secretariat.
- b) A Notice of Appeal shall be accompanied by a receipt indicating payment of the requisite filing fees.

5. Decisions of the Appeals Committee

- a) The Appeals Committee shall have the power to confirm, modify or overturn any decision from which an appeal is taken.
- b) The Appeals Committee shall make a ruling within 30 days and the decision of the Appeals Committee shall be final.

ARTICLE XIV MEETINGS

1. Meetings

a) The Association shall hold:

i) Annual General Meetings

ii) Special Meetings

iii) Quarterly Management Committee Meetings

2. Annual General Meetings

a) The Annual General Meeting of Association shall be held no later than 30 January of each year at a time and place determined by the Management Committee.

3. Notice of General Meetings

a) Notice of any the Annual General Meeting shall be in writing and shall state the place, date and time of the meeting.

b) The notice shall be made available to all members and may be posted on the Association's website or such other convenient place but in any event no fewer than thirty (30) days before the scheduled date of the meeting.

4. Notice of Special General Meetings

a) The notice of a Special General Meeting shall state the purpose(s) for calling the meeting.

5. Mode of Service of Notices

a) A copy of the notice of any meeting shall be circulated by physical mail or by electronic transmission to each member entitled to vote at such meeting.

b) If circulated by courier, such notice shall be deemed to be issued 2 (two) days after it deposited in the post office, properly addressed and with postage thereon prepaid.

c) If a member files a written request with the Honorary Secretary of the Association, that notice(s) to him/her are to be dispatched to an alternate address, then notice is issued when the relevant mail is dispatched to the said alternate address.

d) If transmitted electronically, such notice is deemed to be issued when directed to the member's electronic mail address or facsimile number, as supplied by the member to the Honorary Secretary of the Association or as otherwise directed pursuant to the member's authorization and instructions.

- e) A member may waive notice of any meeting before, at, or after such meeting. The attendance of a member at a meeting shall constitute a waiver of notice of such meeting, except where a member attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully convened.

6. The Annual General Meeting

- a) The Annual General Meeting shall deal with all the business of the Association including but not limited to the doing of the following:
 - i) To receive and adopt the annual reports of the various officers of the Association and/or members of the Management Committee.
 - ii) Address any business or proposed resolution for which notice was given.
 - iii) Debate and adopt any constitutional amendment of which at least thirty (30) days notice was given.
 - iv) Address any other matters material and relevant to the operation of the Association.
 - v) Handle and give directions on any matter(s) which in the opinion of the member present is necessary for the fostering and development of cricket in Uganda provided such directions and/or strategies adopted do not contravene any provision of this Constitution, the Association's by – laws or the law pertaining at any time in Uganda
- b) Members requiring any business to be discussed or any resolution to be considered at the Annual General Meeting shall give notice of such business or such resolution, in writing to the Honorary Secretary and a copy to the Chairman, no later than twenty one (21) days prior to the date of the meeting.
- c) All Annual General Meetings shall be chaired by the Chairman of the Management Committee . If the Chairman is not present, able or willing to take the chair at the designated start time, then the Vice- Chairman shall assume the chair for purposes of conduct business at the meeting.
- d) Any person filling the position of the Chairman but who is not the duly elected chairman may exercise any deliberative voting rights to which he or she is entitled under these rules but shall not have a casting vote.
- e) The following shall be the order of business at all General Meetings except a Special General Meeting, unless transposed by motions made and carried. The

members shall determine the business to be conducted at a Special General Meeting:

- i) Roll call and registration of delegates
 - ii) Reading of the minutes
 - iii) Ratification of minutes
 - iv) Chairman's report.
 - v) Budget focus work plan and focus
 - vi) Discussion and Review of the reports of the Association including Financial
 - vii) Report, Directors' Report, Regional Director Report, etc
 - viii) Election of Directors (in an election year)
 - ix) Any Other Business
- f) Voting at general meetings of the Association shall be done by the legitimate delegates of the Full Members and such other persons duly authorized to vote under the Constitution, and shall be in accordance with the voting provisions outlined in Article XXII.

7. Quorum

- a) The proportion of members present in person at any general meeting, including a special meeting, shall for purposes of quorum for the transaction of any business be 51% (fifty-one percent) of the total number of voting members/individuals.

8. Rules of Procedure of Meetings

- a) All meetings of the Association shall be conducted in accordance with this Constitution and any Rules of Order so established. Unless otherwise provided, all questions of order and/or procedure shall be addressed to the Chairman of the meeting who shall rule and/or determine the same.

9. Management Committee Meetings

- a) Meetings of the Management Committee shall be held at least once every two months or at such other interval as the Management Committee may determine. The Honorary Secretary shall prepare an agenda after consultation with the Chairman and issue a notice in writing for the meeting, to all members of the Management Committee at least 21 (twenty one) days prior to the scheduled date of the meeting.
- b) In the event it is not practical or possible to give the required 21 (twenty-one) days written notice, the Honorary Secretary may utilize any other means available to provide the notice including the media and/or electronic or telephonic means.
- c) The Management Committee shall have the power to transact its business by regular mail, electronic mail, telephone, or facsimile, and may conduct a Management Committee meeting through electronic/telephonic means, if in the

view of the majority members of the Management Committee the urgency of the case requires such action.

- d) The presence of a two-thirds (2/3) majority of the Directors of the Management Committee at the time of any meeting constitutes a quorum for the transaction of business, and save as herein provided the act of a simple majority of Directors of the Management Committee constitutes an act of the Management Committee . In the event of a tie, the Chairman shall have the casting vote.

10. Quarterly Meetings of the Full Members with management committee.

- a) The Full Members shall hold a meeting every quarter which agenda shall be as follows:

- Roll call and registration of delegates
- Reading of the minutes
- Executive committee report for the quarter.
- Review of Quarterly budget
- Assessment of key performance indicators for the quarter.
- Any Other Business

- b) The Meetings shall be attended by the two appointed delegates who shall not be part of the management committee and have powers to deliberate and vote during the meetings and shall . added.

- c) Delegates of the Full Members shall not be members of the Management Committee. (these clause looks misplaced and should be deleted)

- d) The Management Committee or any member thereof shall upon invitation attend the meeting of the Full Members.

- e) The delegates of the Full Members shall appoint among themselves a chairperson and secretary and shall in their discretion determine the procedure of their meetings.

- f) A record of all resolutions passed at the meetings of the Full Members shall be availed to the Secretariat.

- g) The meetings of the Full Members shall handle any matter related to the running and management of cricket in Uganda and may make recommendations to the Management Committee as they deem fit.

- h) Members or other categories of membership not being the Full Members shall also attend and participate in the meetings of the Full Members but shall not be eligible to vote.

- i) In the event of any disagreement between the Management Committee and the Full Members any one of both of the aforementioned may call upon any three (3) Life Members who will in a duly convened meeting offer the necessary advice and guidance for purposes of resolving the disagreement or the matter in issue.

ARTICLE XV

ELECTIONS

1. Management Committee

- a) Save for the election the women's representative to the Management Committee all the other elections or nominations of the Management Committee of the Association shall take place at the Annual General Meeting or special general meeting of the respective full members.
- b) Elections or nominations shall be held no later November 30th of the year proceeding the association electoral year, consistent with the association's electoral cycle which shall be biennial.
- c) Votes shall be cast and or nominations made by eligible members and the delegates from each full member.

2. Eligibility

- a) Any individual who is eighteen years of age or older and who is a citizen of Uganda and who has power under the law to contract may be elected to the Management Committee .

3. Elections of Management Committee Members

- a) Elections as a Member of the Management Committee shall occur in accordance with the following:
 - i) All elections to the position of a director to the Management Committee shall be done at club level by full members who are in good standing with the association.
 - ii) The full members and or clubs who are in good standing as above carry out their internal elections for the position of their representative to the Management Committee .
 - iii) The election of the women's representative to the Management Committee shall be carried out by all representatives of women's teams of the full members in good standing with the Association and eligible to vote at an election presided over by Management Committee and conducted no later than November 30th of the year preceding the Association's electoral year.

Each Captain shall be entitled to one (1) vote and a simple majority shall determine the duly elected representative.

- iv) Within Five (5) days of such election each full member or club shall inform the secretariat in writing of the outcome of the said election and the secretariat shall minute and record the same.
- v) The secretariat shall in consultation with the chairman but within two weeks after receipt of the results of the said election convene a meeting of the outgoing Management Committee and a date for the elective Annual General Meeting shall be set to elect the chairman and Hon. Secretary of the Management Committee . For avoidance of doubt a simple majority shall suffice for the election of both the chairman and Hon. Secretary of the Management Committee .
- b) The candidate who elected and or nominated by the full member shall unless otherwise recalled serve in the respective capacity for the period of two years or in case of a replacement through bye election for the remainder of the two year tenure.
- c) A person elected Chairman or Hon. Secretary of the Management Committee Directors Shall resign all other positions in the Association and their club.

ARTICLE XVI VOTING

1. Eligibility

- a) Only members with the right to vote as herein provided shall be entitled to vote at any meeting of the Association.

2. Returning Officer

- a) The meeting duly convened shall appoint any person it deems fit to be the Returning Officer and such person shall ensure that all voting/elections are conducted in a fair and impartial manner.
- b) The Returning Officer so appointed shall:
 - i) Determine the number of legitimate members/voters and shall issue the ballot papers to the delegates of the voting members and such other persons entitled to vote.
 - ii) Determine at a general meeting the existence of a quorum and validity.
 - iii) Receive votes, ballots or consents.

iv) Hear and determine all challenges, and questions arising in connection with the right to vote. Not in his mandate should delete.

v) Count and tabulate all votes, ballots or consents.

vi) Ascertain, determine, record and declare the results, and do such acts as are proper to conduct the election or vote with fairness and transparency.

c) Upon request of the person presiding at the meeting or any member or person/individual entitled to vote thereat or any other legitimate member, the returning officer shall make a report in writing of any challenge; questions or matters determined by him/her and execute a certificate of any facts found by him/her. Any report or certificate made by the as a result of such request shall be prima facie evidence of the conduct of the elections.

3. Tie Vote

a) In the event that two or more candidates running for a single post get an equal number of votes each; there shall be a "Runoff Election" between only those candidates that have tied.

b) In the event that all the candidates running for a single post get an equal number of votes each; they shall each hold office in-turn for an equal period of time. Determining which candidate holds office first shall be by coin toss or draw of lots presided over by the Returning officer.

4. Voting at General Meetings

a) A delegate is authorized to cast the vote for the member he/she represents.

b) Each delegate or person entitled to vote shall be entitled to 1 (one) vote.

5. Limitations on the right to vote

a) Provisional members and honorary members are not entitled to vote at meetings.

b) The representatives of voting members who are not in good standing will not be entitled to vote at meetings, nor will they be entitled to the other rights and privileges of membership save as herein provided.

6. Voting at Management Committee Meetings

a) Each member of the Management Committee is entitled to one (1) vote except that in case of a tie, the Chairman shall have a casting vote.

ARTICLE XVII FINANCIAL MATTERS

1. Fiscal Year

- a) The fiscal year of the Association shall commence on January 1st and end on December 31st each year.

2. Membership Dues

- a) All membership dues shall be determined by the Association and become due and payable on or before February 27 each year.

3. Budget

- a) The annual budget of the Association shall be prepared under the supervision of the Honorary Treasurer shall be approved and passed in the Annual General Meeting.

4. Audit

- a) The Association shall submit its financial records and accounts for audit to an independent Certified Public Accounting firm at the end of each fiscal year but before the annual general meeting. The result of the audit shall be submitted to the Annual General Meeting which shall make the relevant decisions as it deems fit in the circumstances.

ARTICLE XVIII EFFECTIVE DATE

1. Effective Date

- a) The Constitution or amendments thereto shall be effective when adopted by a three - quarters ($\frac{3}{4}$) majority of legitimate voting members.

ARTICLE XIX AMENDMENT OF THIS CONSTITUTION

1. Amendment of This Constitution

- a) This Constitution may be amended, repealed, or altered, in whole or in part, and a new Constitution may be adopted, at any General Meeting of the Association, provided that:
 - i) The proposed amendment with a concise explanation to justify the amendment to the Constitution is submitted in writing to the Honorary Secretary and to all Regional Administrations, at least thirty (30) days prior to any General Meeting.

- b) Any amendment to the Constitution must be ratified by the unanimous decision of the voting delegates or persons entitled to vote at an annual or special meeting duly called for the purpose of amending the Constitution.

ARTICLE XX
SAVING & TRANSITION CLAUSE

1. Saving & Transition

- a) Failure of literal or complete compliance with provisions herein with respect to dates and time of notice, or the sending or receipt of the same, or errors in phraseology of notice of proposals, which in the judgment of the voting members at meeting(s) held do not cause a contravention of the Constitution and/or prejudice the rights of any member shall not invalidate the actions or proceedings of the Management Committee , the Annual General Meeting or Assembly, committees or other bodies so affected.

- b) All departments and structures mentioned in this Constitution but which are not yet in existence, there is to be a transition period of up to the year 2010 to allow for their formulation and full operationalisation.

ARTICLE XXI
DISTRIBUTION OF ASSETS UPON DISSOLUTION

1. Distribution of Assets Upon Dissolution

- a) In the event of dissolution of the Association whether voluntary or involuntary or by operation of law and after payment of legitimate debts and liabilities, the remaining property or assets shall be distributed to any other association or entity with similar objectives.

ARTICLE XXII
LAWS OF CRICKET

1. Laws of Cricket

- a) The Laws of Cricket established by the Marylebone Cricket Club (MCC) and Playing Conditions established by International Cricket Council (ICC) and modified from time-to-time shall apply in all matches played under the auspices of UCA.

ARTICLE XXIII
CODE OF ETHICS

1. Code of Ethics

- a) The Association shall adopt a Code of Ethics for members of the Management Committee , officers, committees, task forces, members, employees and all other persons whose conduct, business or affairs are regulated or governed by the Association, the Laws of Cricket or the Playing Conditions.
- b) The Code of Ethics, as outlined in Appendix B, shall become effective after approval by the Management Committee.

APPENDIX A

REGIONS & GEOGRAPHIC AREAS

1. Regional Divisions

a) Central

- i) Kampala
- ii) Luweero
- iii) Wakiso
- iv) Mubende
- v) Mityana
- vi) Mpigi

b) South

- i) Masaka
- ii) Rakai
- iii) Mbarara

c) West

- i) FortPortal
- ii) Rukungiri
- iii) Kasase
- iv) Kabale
- v) Masindi

d) East

- i) Mbale
- ii) Tororo

e) North

- i) Gulu and surrounding areas.

f) Nile

- i) Jinja and surrounding areas.

APPENDIX B CODE OF ETHICS

The Uganda Cricket Association (hereinafter “UCA”) its members, the membership of its members and the Management Committee are governed by such regulatory documents as the Constitution and any by – laws, rules and regulations made thereunder. In addition, this duty carries with it an obligation to perform with fairness, equality, transparency and objectivity through an overriding sense of integrity.

UCA recognizes that the Management Committee and Regional Administration members and other committee members are elected or appointed to their positions because the members of the Association have enough confidence in them to perform their jobs within the ambit of the goals and objectives of UCA.

However, the responsibility of accepting positions must have some guidelines. It is to this end that all directors, officers and committee members adhere to the Code of Ethics outlined below.

The following principles set out the ethical standards with which the management of the Association and all members and their membership shall abide.

All committee members and officials shall at all times:

- 1) Implement the Association’s Constitution, By-Laws, Regulations and policies so that the highest possible standards of honesty, fairness, and equality are achieved and maintained.
- 2) Cooperate with the Association’s organizers, officials and other administrators in carrying out the Association’s duty with utmost efficiency.
- 3) Know and understand the Constitution, By-Laws, and other policies governing the Association.
- 4) Make financial and other decisions that are in the best interest of the Association.
- 5) Report any unethical practice of another member to the Association.
- 6) Not discriminate against clubs or any person on the basis of race, colour, ethnicity, gender, national origin, religious belief or otherwise.
- 7) Never use the assets, information or resources of the Association for personal benefit or for the benefit of their respective leagues or clubs.

- 8) Ensure that all transactions are handled honestly and recorded accurately.
- 9) Recognize and fully respect the rights of the member clubs to make their own decisions.
- 10) Take a proactive stance in attempting to rectify any situations where the Constitution, by – laws, Code of Ethics have been violated.
- 11) Refrain from knowingly using or being a party to improper practices that are detrimental to the Association and/or the game of cricket and which violates the policies of the Association.
- 12) Refrain from intentionally spreading false or misleading information, whether written, spoken or implied.
- 13) Provide openness, transparency and full disclosure to all members and the public at large on all matters pertaining to the Association and cricket in general.
- 14) Recognize that even the appearance of misconduct or impropriety can be very damaging to the reputation and goodwill of the Association and the game of cricket as a whole, and act accordingly.
- 15) Any Director, Officer, Committee member who is found to have contravened the Code of Ethics may be subject to disciplinary measures as set forth in the Constitution.

APPENDIX C TERMS & DEFINITIONS

Club

A cricket club is an organization that is incorporated or unincorporated and which has an active membership roster of at least fifteen (15) members who regularly play in an organized cricket league.

League

An incorporated or unincorporated confederation of at least eight (8) cricket clubs as defined above and operating under a governing Constitution and playing cricket games pursuant to a published schedule and consistent with the status of a league accord under this Constitution. A confederation is also deemed to be an Association.

Association

A union of at least eight (8) cricket clubs operating under a governing Constitution and playing cricket games pursuant to a published schedule. An Association is also deemed to be a League.

Management Committee

Directors established under Article X of this Constitution and which consist of a Chairman, Vice Chairman, Treasurer and a Representative from each region which oversees the management of UCA and its affairs.

Sitting Director

A Director holding office at the present time.

Background check

The process of looking up official records about a person and shall include the following; criminal history and verification of academic credentials. Any background check which reveals fraud, theft, embezzlement, sexual offenses or habitual drunkenness, shall automatically preclude the nominee from holding office on the Management Committee