

**THE CONSTITUTION**

**OF**

**CRICKET KENYA FEDERATION**

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## **PREAMBLE**

For our love of the game of Cricket in Kenya and in the entire globe; And for our desire and commitment to grow and popularize the game of Cricket; We forthwith give this Constitution of Cricket Kenya Federation, Unto our generation and those yet to come!

We, Members of the Cricket Normalization Committee do honor the founders of Cricket Kenya Federation, those who previously served in the Executive Board, the Council, various Committees and Offices; and we are proud to be associated with Cricket Kenya Federation.

## **ARTICLE 1: NAME, REGISTERED OFFICE & STATUS**

**1.1** The name of the Federation is “Cricket Kenya Federation” registered under Section 47 of the Sports Act, Laws of Kenya and hereunder referred to as CKF.

**1.2** The Headquarters of CKF shall be situated in Nairobi at a publicly accessible premises where it will maintain an office and keep all documents, office records, files, and property of the Federation.

## **ARTICLE 2: INTERPRETATIONS**

### **2.1 DEFINITIONS**

In this Constitution and any by-laws made thereunder, except where the context otherwise requires: -

**“Association”** Means a County Sports organization or a branch of CKF registered under section 47 of the Sports Act and is affiliated to CKF but whose area of operation is within a County or whose reach is only within a County.

**“Act”** Means the Sports Act No. 25 of 2013.

**“By-laws”** Means the rules and regulations formulated by the Executive Board and ratified by the Council at an Annual General Meeting or a Special General Meeting for the proper management and development of the game of Cricket in Kenya.

**“Chief Executive Officer”** Mean the Chief Executive Officer of CKF appointed under Article 8.5.8 of this Constitution by the Executive Board.

**“Club”** Means a sports organization registered under Section 46 of the Sports Act for the purpose of developing the sports of cricket at the sub-county level and which is affiliated to either CKF if it participates in top tier Premier League or to Cricket County Sports Association if it does not participate in Premier League.

**“Code of Conduct”** Means rules and regulations that govern the behavior of members, officers, officials of CKF and includes the International Cricket Council’s Ethics Code, Anti-Corruption Code and Anti-Discrimination Code.

**“Committee”** Means a Committee constituted under Article 25(13) of this Constitution;

**“Constitution of Kenya”** Means the Constitution of Kenya, 2010.

**“County”** Means the territory of Kenya divided into counties as specified in the First Schedule of the Constitution of Kenya, 2010.

**“Council”** Means the supreme governing body of CKF constituted under Article 8.1 of this Constitution.

**“County Cricket Association”** Means a County Sports organization registered under section 46 of the Sports Act and whose area of operations is within a County or whose reach is only within a county and is affiliated to CKF;

**“Cricket Coaches Body”** means a Professional Sports Body by whatever name licensed under section 45(4) of the Sports Act as read together with Paragraph 16 of the Sports Registrar Regulations of 2<sup>nd</sup> September 2016 to deal with matters relating to cricket coaches in Kenya.

**“Cricket Players Welfare Association”** means a professional sports body licensed under section 45(4) of the Sports Act as read together with Paragraph 16 of the Sports Registrar Regulations of 2<sup>nd</sup> September 2016 to deal with matters relating to the welfare of cricket players in Kenya”

**“Delegate”** Means member of the council with voting rights at a general Meeting of CKF.

**“Effective Date”** Means the date when this Constitution is adopted by CKF at a stakeholder validation conference;

**“Executive Board”** Means members of the Executive Board of CKF elected under Article 8.4.1 of the Constitution;

**“Federation”** Means Cricket Kenya Federation.

**“Financial Year”** Means the year commencing 1<sup>st</sup> January and ending 31<sup>st</sup> December.

**“Licensed”** Means being licensed under Section 45 of the Sports Act.

**“Member”** Means any person or body that and if it a County Sports Association or a Club participating in top tier league, is affiliated to CKF, pays annual subscription and has been admitted as a member of CKF.

**“Official”** Means any administrator, coach, umpire, match referee, team manager, scorer, statistician, or any other person who holds a position as an official in the Cricket.

**“Official Rules”** Means rules of the game of cricket as released and updated by the ICC from time to time for national and international competition.

**“Proxy”** Means a person representing a bonifade delegate who is unable to attend a General Meetings of the Council to vote on behalf of the delegate

**“Registrar”** Means the Sports Registrar appointed under section 45 of the Sports Act.

**“Rules and Regulations”** Means the regulations issued for the management of Cricket in Kenya in conformity with this constitution, the Sports Act, and any other relevant law.

**“Schools”** and **“Colleges”** Means any educational institution duly recognized by the Ministry responsible for matters relating to education.

**“Seal”** Means the common seal of CKF.



**“Sports Act”** means the Sports Act (2013) and as amended from time to time.

**“Top Tier League”** means the topmost national league competition by clubs organized by CKF;

**“Umpires Scorers Body”** means a professional sports body by whatever name licensed under section 45(4) of the Sports Act as read together with Paragraph 16 of the Sports Registrar Regulations of 2<sup>nd</sup> September 2016 to deal with matters relating to cricket umpires and scoring in Kenya”

## 2.2 ABBREVIATIONS

<b>ACA</b>	Africa Cricket Association.
<b>ADAK</b>	Anti-Doping Agency of Kenya.
<b>AGM</b>	Annual General Meeting.
<b>CAS</b>	Court of Arbitration for Sports.
<b>CEO</b>	Chief Executive Officer.
<b>CKF</b>	Cricket Kenya Federation.
<b>ICC</b>	International Cricket Council.
<b>IOC</b>	International Olympic Committee.
<b>KNSC</b>	Kenya National Sports Council.
<b>MCC</b>	Marylebone Cricket Club
<b>NOCK</b>	National Olympic Committee of Kenya.
<b>SDT</b>	Sports Dispute Tribunal.
<b>SGM</b>	Special General Meeting.
<b>WADA</b>	World Anti-Doping Agency.

## 2.3 CONSTITUTION

In this Constitution, unless the context requires otherwise:

- (a) Words importing the masculine gender shall include the feminine gender and vice versa.
- (b) Words importing the singular shall include the plural and vice versa.
- (c) Reference to any statute is deemed to include all provisions amendments, revisions, substitutions and or consolidations made from time to time.
- (d) A reference to a “day” means any day of the week and is not limited to working days unless specified otherwise.
- (e) A reference to a person includes body corporate, the legal personal representative, successors and permitted assignees of that person or body corporate.
- (f) A reference to any agreement includes an agreement that is modified, supplemented, innovated, or substituted from time to time.
- (g) Headings of the Articles and the table of contents page under this Constitution are for reference only and shall not affect interpretation of this Constitution.

## ARTICLE 3: NON-PROFIT ORGANIZATION

**3.1** CKF is a non-profit Federation that exists for the purpose of carrying out business that is solely beneficial to the Federation and its Members.

**3.2** The income and the assets of CKF shall be applied for investment and the promotion of its objectives and no proportion of the income and assets shall be paid or transferred, directly, to any Member of the Cricket Kenya Federation, provided that nothing herein contained shall prevent the payment in good faith of reasonable remuneration to any office bearer of the Federation, or nay Member of it in return for any service actually rendered to the Cricket Kenya Federation.

## **ARTICLE 4: GUIDING PRINCIPLES OR STANDARDS**

**4.1 Affiliation:** A body or Sports Organization that seeks to be affiliated to CKF must be registered or licensed under the Sports Act as the case may be.

**4.2 Anti-Doping Rules and Regulations:** CKF, all its Members, Athletes, Coaches, Referees, Agents and Elected and Technical Officials shall comply with the anti-doping rules and regulations as amended from time to time by the Anti-Doping Agency of Kenya, International Cricket Council and World Anti-Doping Agency.

**4.3 Code of Conduct:** CKF shall develop a Code of Conduct or Ethics applicable to its members and all its affiliates.

**4.4 Compliance:** CKF and all its members, officials and affiliated Sports organizations shall adhere to this Constitution, rules and regulations developed by CKF, the Sports Act, ICC laws, and any other relevant law.

**4.5 Dispute Resolution:** CKF shall develop an Internal Dispute Resolution Mechanism for the resolution of disputes. Such mechanism will initially involve an informal process of resolution before a committee to be established by CKF. In the event the dispute is not resolved, it shall be referred to the Office of the Registrar of Sports pursuant to Section 21 of the Sports Register's regulations 2016 and any amendments thereof.

**4.6 Gender Equity:** CKF shall always uphold the Constitutional principle of gender equity and take measures to implement the principles that not more than two-thirds of elective or appointive positions are of the same gender.

**4.7 Good Governance:** CKF and its members and officials shall promote the principles of good governance including but not limited to; accountability and transparency, fairness, stakeholder identification and inclusivity, diversity, and work towards gender parity.

**4.8 Rules of the Game:** All athletes and technical officials shall endeavor to understand rules and regulations of the game as set from time to time by CKF in line with MCC law and regulation.

## **ARTICLE 5: AIMS & OBJECTIVES**

The aim and objectives of CKF shall include: -

- 5.1** Promotion, development, enhancement, and protection of Cricket.
- 5.2** Promote the development of Cricket in amongst marginalized persons, including women and persons with disability in line with Article 100 of the Constitution of Kenya 2010.
- 5.3** Maintenance of good standing with all governing and regulatory bodies;
- 5.4** Coordination of technical information on physical training, equipment, design, coaching and performance analysis;
- 5.5** Development of Internal Dispute Resolution Mechanisms in accordance with the Sports Act, Sports Registrar Regulations and any other relevant law;
- 5.6** Adherence to this Constitution, CKF Code of Conduct, Sports Act and other relevant laws.
- 5.7** Observance of anti-doping policies, laws, rules and regulations as developed and amended from time to time by the Anti-Doping Agency of Kenya, the World Anti-Doping Agency and the ICC.
- 5.8** Fostering friendly relations among the members, officials, players and supporters of the sport of cricket in Kenya;
- 5.9** Exercising control of Cricket by taking such steps as shall be deemed necessary for preventing infringement of the Constitution 2010, the Sports Act, any other relevant law, this Constitution, and any by-laws made thereunder, and enforcing the laws of the game as laid down and amended from time to time by the ICC;
- 5.10** Prevention of all forms of discrimination whether directly or indirectly against any person on any ground, including race, sex, pregnancy, marital status,

health status, ethnic or social origin, color, disability, religion, conscience, belief, culture, dress, language, or birth.

**5.11** Promulgation and observance of by-laws by all members of CKF.

**5.12** Management and encouragement of tours within and outside Kenya.

**5.13** Management and encouragement of tours of Kenya by foreign national teams.

**5.14** Promotion of fair and meritorious selection of National Teams to represent Kenya in international tournaments and championships based on international best practices.

**5.15** Mobilization of resources through levies, subscription, gate charges, sponsorships, donations and any other resources from any Persons or institutions to achieve the objectives of CKF;

**5.16** Establishment of linkages and strategic alliances with other organizations, to foster and promote Cricket;

**5.17** Development of capacities of CKF's technical and administrative officials;

**5.18** Generally, handle all matters concerning the Cricket in Kenya;

## **ARTICLE 6: AFFILIATION**

**6.1**CKF shall affiliate and cooperate with; -

- (a) Kenya National Sports Council (KNSC);
- (b) National Olympic Committee of Kenya (NOCK);
- (c) The ICC
- (d) any other regional and or Continental Cricket associations affiliated to ICC

## **ARTICLE 7: MEMBERSHIP**

### **7.1 Categories of Membership**

There shall be six (6) categories of membership comprising of;

- (a)** Full Members
- (b)** Associate Members
- (c)** Life Members
- (d)** Honorary Members
- (e)** Ordinary Members and
- (f)** Junior Members

#### **7.1.1 Full Members**

- (a)** A full member shall be the County Cricket Association and Clubs registered under the Sports Act and as provided for under this Constitution participating in top tier leagues. A full Member shall be entitled to vote at the Annual General Meeting.
- (b)** County Cricket Sports Association shall be entitled to three (3) votes each comprising of the Chair, the Secretary, and the Treasurer. In the absence of any of these officials, the absent official shall appoint a proxy who is a member of the County Association to vote on his behalf.
- (c)** Clubs participating in the top-tier and second tier national leagues that involve more than one county, shall be entitled to one (1) vote each comprising of the Chair, or a validly nominated representative by the chair of the club.

#### **7.1.2 Associate Members**

- (a)** Any Professional Sports Body with objectives of development and promotion of Cricket that is licensed under Sports Act may apply to be registered as an associate member of CKF
- (b)** An associate member shall have a single vote at any election of Cricket Kenya Federation.

- (c) An Associate Member shall enjoy all the rights and privileges of a Full Member and may sponsor or second a motion submitted to Cricket Kenya Federation.

### **7.1.3 Life Members**

(a) This is any individual nominated by CKF, a County Sports Association or a Cricket Club and honored as such at an Annual General Meeting for making an outstanding contribution to Cricket and has paid the prescribed membership fee.

(b) A Life Member shall be afforded all rights of membership including the right to attend and speak at meetings but is not entitled to vote.

### **7.1.4 Honorary Members**

(a) These are individuals who have diligently served CKF, any County Cricket Association or Club for at least two terms and have been honored as such at an Annual General Meeting or any individual designated as such by the Executive Board on approval of the Council.

(b) An Honorary Member shall be afforded all rights of membership except the right to vote.

### **7.1.5 Ordinary Members**

(a) These are Sports Clubs registered under the Sports Act except Clubs participating in the top tier leagues and any other person interested in the objectives of CKF, who have applied, paid the required fee as prescribed by the Executive Board and approved by the Council.

(b) An ordinary Member shall be afforded all rights of membership except the right to vote.



### **7.1.6 Junior Members**

**(a)** Junior members are children interested in or playing Cricket aged between seven (7) and seventeen (17) years and shall become members of CKF through their parents/guardians upon application, admission and payment of membership fee as may be prescribed from time to time by the Council.

**(b)** CKF shall in liaison with affiliated County Association and Clubs keep close links with local primary and secondary schools to encourage participation of pupils in cricket by providing training sessions locally for children in those institutions.

**(c)** CKF in liaison with affiliated associations and clubs shall advertise for players under 18 years of age during each year, before outside training sessions commence.

**(d)** Any child player member will be eligible to train with CKF and its affiliates regardless of ability.

**(e)** Once recruited by CKF or its affiliates, a junior member's parent or guardian shall sign consent and registration form which will provide contact information including emergency telephone numbers and any medical information deemed necessary.

### **7.2 Requirements for Membership**

CKF may admit County Sports Associations, Sport Clubs and any person including children aged 7 to 17 years as members provided, they meet the following requirements: -

#### **7.2.1 For County Sport Associations and Sport Clubs**

**(a)** Proof of registration under the Sports Act.

**(b)** Submit in writing a list of all their players, details of their physical location and their officials and a copy of the Constitution.

- (c) Submit a written undertaking to CKF that it will conform with this Constitution, the Sports Act and any other relevant law;
- (d) Evidence of registered clubs affiliated to County Sports Association;

**7.2.2** An application for affiliation to CKF shall be considered by the Executive Board within 30 days of receipt of the application and approved by the Council within 30 days of receipt of the application from the Executive provided the application satisfies the requirements of this Constitution.

**7.2.3** The Constitution and rules of County Sports Association and Club shall not be in conflict with this Constitution, Sports Act, ICC Status and any other relevant laws.

**7.2.4** Each County Sports Association and Club shall pay an annual subscription fee to CKF to be fixed at an AGM which shall be paid within 30 days of written demand made by the Chief Executive Officer.

### **7.3 Application for Membership**

- (a) Any person over the age of seven years shall be eligible for membership of CKF subject to approval of the Executive Board and ratification by the Council and upon payment of the prescribed annual membership fee.
- (b) Prospective members shall apply for membership on an application form availed by the Executive Board giving such particulars as may be required by CKF and an undertaking that the applicant will be bound to observe all rules and regulations of CKF. The applicant shall be proposed and seconded by at least two (2) active members of CKF.
- (c) The membership application form shall be completed and signed by the person or body seeking membership and in case of minors, signed by a parent or guardian, and submitted to the Secretary of CKF.

- (d) All applications for membership shall be reviewed by the Executive Board and submitted to the next General meeting for consideration by Council.
- (e) When an applicant's application is approved, he or she shall be notified accordingly and on payment of the Membership registration and annual subscription fees, be deemed to be entitled to all the facilities and the privileges of CKF according to the category of Membership except where it is expressly stated and be obliged to observe its rules and regulations.
- (f) The Members of CKF shall be those fully paid up persons or bodies listed in the register of members maintained by the Secretary of CKF.
- (g) In the event of member's resignation or expulsion, his name shall be removed from the member's register.
- (h) Appeal against removal or non-admittance can be made in writing to CKF Council through the Board within 14 days and will be heard by the relevant Committee of the Board and presented to the next General meeting of Council for consideration.

#### **7.4. Registration and Subscription Fees**

- (a) Each Member or Associate Member shall pay such Membership fee, Annual Subscriptions, Affiliation, Insurance and Competition fees as may be determined by the Annual General Meeting from time to time. All fees paid to CKF shall be non-refundable.
- (b) Membership fee shall be paid once by members and the same will be used to maintain membership and support participation in activities of CKF.
- (c) The annual subscription shall be payable in advance on the first day of each calendar year and shall be valid until the end of the calendar year.
- (d) No Member shall be entitled to vote at the Annual General Meeting if they are in arrears of any fees due to CKF.

#### **7.5 LOSS OF MEMBERSHIP AND DISCIPLINE**

##### **7.5.1 Loss of Membership**

- (a) A Member may at any time by giving notice in writing to the Secretary of CKF, together with a resolution duly passed at an SGM of the member, resign as a member of CKF.
- (b) An individual including honorary, ordinary member except a Club and junior member may resign as a member of CKF by giving thirty days' notice in writing to the CKF secretary.
- (c) A member may be fined, censured, suspended, expelled or forfeited from membership with CKF for such period and terms as the Executive Board may determine on approval of the Council for such misconducts including, but not limited to:
- i. Infringement of this Constitution, Regulations, Rules, By-laws, Standing Orders of CKF and the Constitution of Kenya 2010 and its enabling laws;
  - ii. Non-payment of the prescribed fees or any dues to Cricket Kenya within the time allowed in each case and any other debts to CKF;
  - iii. Any gross misconduct which brings CKF and Cricket into disrepute;
  - iv. Violating decision of the Arbitrator appointed in accordance with the provisions of this Constitution;
  - v. If CKF ceases to exist legally.
  - vi. If a Club does not participate in at least 75 percent of the league fixtures
  - vii. Where a County Sports Association fails to maintain a prescribed minimum number of affiliate Clubs as set out in CKFs Constitution, Sports Act or any other regulations or relevant law.
- (d) In case of such alleged misconduct, the accused member will be notified in writing of the wrongdoing and given a minimum of 7 days to respond to the allegation.

**(e)** The response will be deliberated upon by the Executive Board and the accused given an opportunity to defend himself personally or through an attorney. A decision of the Board will be communicated to the accused within 7 days. The accused may appeal the decision of the Board to the Council within 14 days of such verdict.

**(f)** All disputes involving athletes, athlete support personnel or other persons under the Federation's jurisdiction, (other than those arising under the Anti-Doping Regulations or as otherwise expressly specified in this Constitution or any Federation Regulation), shall be submitted to a hearing before the Disciplinary and Ethics Committee.

#### **7.5.2 Principles of Hearing:**

All hearings under the Federation's Rules and Regulations shall respect the following principles-

- (a)** A timely and fair hearing by the CKF Ethics and Disciplinary Committee before taking the dispute or matter for mediation or arbitration to the Sports Registrar.
- (b)** The right to appeal to SDT by a person or party not satisfied with the decision of the Registrar;
- (c)** The right of the individual or body to be informed of the charge against him;
- (d)** The right to present evidence, including the right to call and question witnesses,
- (e)** The right to be represented by legal counsel and an interpreter (at the individual's expense) and
- (f)** A timely decision in writing.

#### **7.5.3 Effects of Loss of Membership**

- (a) In case an official of a County Sport Association resigns, the Council at the County level shall appoint another official in acting capacity for a period not exceeding 90 days and thereafter conduct fresh election to fill the vacancy.
- (b) In case of a club, it shall automatically lose its status in the league, and a decision taken by the League Organizing Committee.
- (c) For an associate, honorary and ordinary member CKF will immediately remove the members from its register and cease any relationship with them forthwith.
- (d) A Member who is suspended or ceases to be a Member shall forfeit all membership rights in CKF until the suspension is lifted or the punishment is over; and,
- (e) Any CKF documents, records or other property in the possession, custody or control of that Member shall be returned to CKF immediately.

#### **7.5.4 Re-Admission**

Any member who resigns or is suspended or expelled by CKF and provides a satisfactory explanation may at the discretion of the Executive Board and special resolution passed at the Council meeting and upon payment of all membership fee arrears, be re-admitted to membership.

### **ARTICLE 8: GOVERNANCE**

The principal organs of Cricket Kenya Federation shall be:-

**8.1** The Council, and

**8.2** The Executive Board.

#### **8.1 The Council**

- (a) There shall be a Council that will be the supreme governing body of Cricket Kenya Federation;

- (b) The Council shall meet at least, once a year on a fourteen-days written notice for the annual general meeting (AGM) or such lesser period as may be determined by the Executive Board;
- (c) Quorum at Council meetings shall require the presence of, at least, half of the representative members if the Council and such number shall include representation by, at least, two County Affiliates.

## **8.2 Composition of the Council**

The Council shall comprise of;

- (a) Executive Board
- (b) 3 delegates from each registered County Sports Association
- (c) A representative of a licensed Umpires Scorers body
- (d) A representative of a licensed Coaches body
- (e) One man and one-woman representing Cricket Athletes nominated by the Cricket Players Welfare Association.
- (f) Paid up life members
- (g) Paid up full members
- (h) A representative of each top tier league club for both men and women

## **8.3 Duties and Powers of Council**

The Council shall have power to;

- (a) Oversee matters of policies, procedures, strategies, standards, guidelines and to enforce the obligations and responsibilities imposed upon it by this Constitution and any by-laws made thereunder.
- (b) Approve and ratify membership, appointments to Standing Committees and decisions of the Board relating to policy direction, loss and discipline of membership, finance and investment.

- (c) Appoint an Independent panel to hear and determine any appeals and emerging issues subject to provisions provided under this Constitution, for action taken by the Board against any member, official or player for an infringement of this Constitution, the Sports Act, any other relevant law and or nay by-laws made thereunder or whose conduct is calculated to bring the game of cricket into disrepute;
- (d) Approve or waive the prescribed fees to be paid by members. All fees shall fall due on 1<sup>st</sup> day of January of each and every year;
- (e) Attend the Annual General Meetings and any Special General Meetings.
- (f) Appointment of auditors and adopt Audit Reports;
- (g) Elect, suspend, expel, admit and or reinstate members of the Executive Board or members as the case may be
- (h) Adopt and /or amend CKF Constitution;
- (i) Perform such other function as may be specified in this Constitution.

## **8.4: EXECUTIVE BOARD**

### **8.4.1 Executive Board Composition**

Cricket Kenya Federation shall have an Executive Board elected by Members except for (d),(g) and (h) herein below and shall be composed of:

- (a) The Chairperson;
- (b) The Vice Chairperson;
- (c) Treasurer;
- (d) Development Director;
- (e) One person representing Cricket County Associations



- (f) One person representing Cricket Sports Clubs;
- (g) Chief Executive Officer who shall be an Ex-officio member and Secretary to the Board and the Council.
- (h) Members appointed by the Council to meet the two third Gender rule as provided for by the Constitution of Kenya 2010.

The Board may co-opt any person or persons with certain required expertise as a Non-Executive Member(s) of the Board or any of its committees to further the objectives of CKF. Such persons may be invited to attend meetings and activities of CKF as required but shall have no voting rights.

#### **8.4.2: Term of Office for Executive Board Members**

- (a) The CEO, Development Director and other non-elected members of the Board shall serve for a period of three years and shall be eligible for reappointment for one further term of three years.
- (b) The elected members of the Board shall serve for a period of four years, and shall be eligible for re-election for one further term of four years.
- (c) The four-year term for Members of the Board shall commence at the conclusion of the Annual General Meeting at which they are elected and expire at the conclusion of the fourth Annual General Meeting after election.

#### **8.4.3: Duties and Powers of The Executive Board**

The duties and powers of the Executive Board shall be to;

- a. Make decisions upon all matters of administration and management of CKF;
- b. Appoint in consultation with and approval of the Council; a Chief Executive Officer who shall be an *ex-officio* Member and Secretary to the Board;

- c.** Appoint any person or persons as any be deemed necessary to serve on any of the Committees or Sub-Committees of CKF;
- d.** The Board may appoint such officers, agents and staff as are necessary for the proper and efficient discharge of the Functions of CKF under this Constitution, upon such terms and conditions as the Board may determine in compliance with the employment and labour laws and regulations.
- e.** Approve tournaments between County Association Affiliated to CKF and to control and sanction any proposed national and international tournaments both within and outside Kenya;
- f.** Exercise control over all categories of membership;
- g.** Ratify and or notify the Board of the recommendations and or decisions of the Disciplinary Committee and any Arbitration process;
- h.** Suspend a County Association affiliated to CKF for gross misconduct or financial mismanagement subject to approval by the Council;
- i.** Ensure that all disciplinary matters are heard and determined within three weeks provided that if any party is aggrieved by the decision of the Board, that party shall be entitled to give the Board a written notification of the Board within 14 days of such decision indicating its desires to appeal to the Council in writing. The Board shall thereafter call a Special General Meeting of the Council within 14 days from the date of receipt of the letter of the intended appeal. The Council shall hear and determine the appeal within 28 days from the date that the letter of appeal is received;
- j.** Implement decisions, policies and programs adopted by the General Meetings and to report to the General Meeting annually on their implementations;
- k.** Adopt and review the CKF Strategic Plan, constitution and policies and submit to the Council for approval;

- l.** Consider and advise on any violation or infringement of the Constitution, rules and regulations of CKF and or ICC and take necessary actions and or recommendations to the Council;
- m.** Administer the financial affairs of CKF in conformity with financial policies decided in the General Meetings and other acceptable financial standards;
- n.** Make rules providing for the proper custody and maintenance of the files, registers and accounts of the Association and the duties of the office bearers in relation thereto
- o.** Responsible for the management of the Association and for that purpose may give directions to the officers as to the manner in which within the law, they shall perform their duties;
- p.** Carry out any act necessary to achieve the objectives of CKF in accordance with the Constitution, the Sports Act and any other relevant law; while adhering to the ICC Constitution membership criteria; and
- q.** Make decisions and take any necessary actions on behalf of CKF within the provisions of the constitution, the Sports Act and any relevant law for the purpose of promoting the aims and objectives of CKF.

#### **8.4.4 Board Meetings**

- (a)** The Board shall meet regularly as required and at least quarterly in order to effectively lead CKF.
- (b)** A fourteen-day notice or, in the case of emergency, such shorter period as the Chairperson or Vice Chairperson may determine shall be issued.
- (c)** A Special Meeting of the Board may be convened within reasonable time if requested by, at least, five (5) Members of the Board in writing duly signed by each of the 5 Board members.

- (d) The Quorum for Board Meetings shall be two-thirds of the elected and appointed members. Co-opted members may be invited to different meetings as need arises.
- (e) Except for ex-officio and co-opted Members, each Member of the Board shall have one (1) vote on any matter. The Chair shall have a casting vote in the event of a tie.
- (f) Board papers should be availed to members at least three days to a Board meeting.

#### **8.4.5 Board Committees**

The Board shall:

- (a) At its first meeting following elections appoint Conveners and members of the Board to the following Standing Committees drawn from the Board and other Members of Cricket Kenya as well as non-members if necessary:
  - i. Audit, Compliance and Risk Management
  - ii. Leagues and Competitions
  - iii. The Disciplinary and Ethics
  - iv. Finance & Marketing
  - v. Health and Medical Committee
  - vi. Women and Youth Cricket Committee
  - vii. Technical and Sports Development Committee
- (b) Co-opt a person of required expertise to the Committees of the Board as it may deem necessary.

- (c) provide terms of reference for each committee may delegate certain decisions to the Committees as it may deem fit provided that the delegation of such decisions shall be as set out in the Committee's terms of Reference.
- (d) review the mandate of each committee periodically.
- (e) determine the frequency of meetings of committees.
- (f) The composition, role, responsibilities, powers, functions, and procedures of each Standing Committee.

#### **8.4.6 Board Workplan**

The Board shall at the beginning of each financial year ensure development of its own annual workplan

#### **8.4.7 Board remuneration**

There shall be no remuneration for Board members.

### **8.5 Duties and Powers of The Executive Board Members**

#### **8.5.1 The Chairperson**

The duties and powers of the Chairperson shall be; -

- (a) provide overall leadership to the Board
- (b) play a key Role in setting of the Agenda for the Board meeting
- (c) Presiding over all meetings of the Board in which he is present and shall conduct such meetings in accordance with this constitution;
- (d) Ensuring observations of the rules and regulations of this Constitution;

- (e) Promoting good relationship with stakeholders including the Government, the ICC, other national and international Sports bodies, and participating at meetings of such bodies.
- (f) Signing confirmed minutes of the Board;
- (g) Entitled to a casting vote in the event of a tie.
- (h) A signatory to CKF Bank Accounts; and

### **8.5.2 Qualifications for Chairperson**

- (a) A person shall be eligible for election under Article 10.5: if that person:
- (b) Is a Kenyan citizen and a member of CKF in good standing.
- (c) Has demonstrable record of strategic leadership, managerial capacity and competence in financial management;
- (d) Possess knowledge and experience of not less than five (5) years in any field of Sport, two of which should have been in Cricket.
- (e) Demonstrate ability to work in a multicultural environment.
- (f) Comply with the requirements of Chapter Six of the Constitution of Kenya.

### **8.5.3: The Vice Chairperson**

The Vice Chairperson's duties and powers shall be as follows:

- (a) Deputizing the Chairperson in performing his duties and such other duties as may be delegated or assigned to him by the Board or the Chairperson;
- (b) Performing duties of the Chairperson where he may be temporarily or permanently unable to perform;

#### **8.5.4 Qualifications for The Vice Chairperson**

**A person shall be eligible for election under Article 10.5:** above if that person holds the following qualifications and any such other terms and conditions as may be determined by the Council: -

- (a)** Is a Kenyan citizen by birth
- (b)** Has demonstrable record of strategic leadership and managerial capacity and competence in financial management; financial and fiscal policies, strategic planning, Public Management, Human Resource Management and Public Procurement and Asset Disposal Processes;
- (c)** Has knowledge and experience of not less than ten (10) years in the field of Cricket Sport and at least ten (10) years post qualification experience, five (5) of which have been at senior management level
- (d)** Ability to portray and uphold positive national image and work in a multicultural and multi-ethnic environment with sensitivity to and respect for diversity;
- (e)** Be of high ethical standards, integrity and accountability and comply with the requirements of Chapter Six of the Constitution of Kenya.

#### **8.5.5 The Treasurer**

The Treasurer shall be responsible for:

- (a)** Keeping and maintaining the books of accounts for CKF;
- (b)** Ensuring that accounts for CKF are fully and accurately kept;
- (c)** Reporting quarterly to the Board on the financial status of CKF;

- (d) Ensuring safe custody of all monies, movable property and assets and properly accounting for the same;
- (e) Providing the Board and the Council with Financial Statements as and when required;
- (f) Supervising the general accounts of CKF and if so authorized, countersign cheques in settlement of accounts presented to the organization;
- (g) Preparing and submitting to the Board for approval before the Annual General Meeting an income and expenditure account covering Cricket Kenya Federation's finances for the Financial Year;
- (h) Ensuring that all payments and expenditures are duly authorized;
- (i) Keeping separate accounts for each competition for which CKF is directly responsible;
- (j) Submitting Annual Audit Reports to the Annual General Meeting and the Sports Register;
- (k) Signing CKF Bank Accounts;
- (l) Performing such other duties as may from time to time be directed to perform by the Board

#### **8.5.6 Qualifications for The Treasurer**

**A person shall be eligible for election under Article 10.5:** if that person holds the following qualifications and any such other terms and conditions as may be determined by the Council: -

- (a) Is a Kenyan citizen by birth



- (b) Has demonstrable record of strategic leadership, thorough knowledge of governance, financial and fiscal policies, strategic planning, public finance management, human resource management, budgeting process, procurement laws, infrastructural development and governing laws, further supported by relevant training and certificates;
- (c) Has knowledge and experience of not less than ten (10) years in the field of Cricket Sport and at least ten (10) years post qualification experience, five (5) of which have been at senior management level
- (d) Ability to portray and uphold positive national image and work in a multicultural and multi-ethnic environment with sensitivity to and respect for diversity;
- (e) Be of high ethical standards, integrity and accountability and comply with the requirements of Chapter Six of the Constitution of Kenya

#### **8.5.7: Development Director**

The Development Director shall be appointed by the Board and ratified by the Council at the Annual General Meeting and shall be responsible to the Board for-

- (a) Promoting, coordinating and developing Cricket in all Counties;
- (b) Ensuring all counties comply with this Constitution;
- (c) Reporting all the common and generic problems faced by Counties to the Secretary General together with solutions thereto, if any;
- (d) Performing such other duties as may be directed from time to time by the Board; and

### 8.5.8: The Chief Executive Officer

- (a) There shall be a Chief Executive Officer who shall be an *ex-officio* member and Secretary to the Board
- (b) The CEO shall be appointed by the Board through a process to be determined by the Board.

The CEO shall;

- i. Be in charge of the day-to-day administration of the affairs of CKF subject to the direction and authority of the Board;
- ii. Spearhead formulation, implementation and review of the CKF's policies, procedures, strategies, standards and guidelines.
- iii. Provide strategic leadership and overall execution of day-to-day administration of the affairs of CKF strategic leadership and ensuring excellence in the provision of services to the CKF.
- iv. Spearhead and Coordinate development agenda, projects and programs of CKF with the Board;
- v. Execute and communicate the Board's strategies, decisions and policies to CKF members;
- vi. Provide technical advice on matters pertaining to development of Cricket.
- vii. Provide linkage between the Executive Board and the Management and fostering a culture that promotes ethical and good corporate governance.
- viii. Approve of employment and deployment of all CKF staff.
- ix. Foster strategic partnership and linkages by enhancing collaboration and engagement with stakeholders and partners in support of development of the game of Cricket in Kenya
- x. Put in place sound financial management and governance strategies to ensure prudent utilization of CKF's resources and assets.
- xi. Coordinate and Oversee preparation of annual budgets, annual estimates of revenue and expenditure, financial statements and establishing proper internal monitoring and control systems and procedures.

- xii.** Building capacity and manage performance of staff at CKF and implementation of performance contract targets, strategic plan and performance appraisal on annual work plans.
- xiii.** In consultation with the Chairperson prepare the agenda and any required documents, briefing papers, memoranda, circulars, rules and any such other documents as may be required;
- xiv.** Ensure compliance with applicable policies, legal and administrative requirements pertaining to records management including keeping an up to date database and preservation of all documents, books and papers to ensure security and confidentiality of the records
- xv.** Notify and invite the Board and the Council Members for meetings and ensuring that notices of all meetings are issued in accordance with the provisions of this Constitution.
- xvi.** Take, prepare dispatch and maintain a record of minutes of the Annual and Special General Meetings, meetings of the Board and its Sub-Committees;
- xvii.** File reports and any other required information to ICC, ACA, the Sports Registrar and any other relevant office;
- xviii.** Notify members and the Sports Registrar on AGM, SGM and any planned elections;
- xix.** Receive reports from affiliates.
- xx.** Invite the Sports Registrar and other relevant stakeholders as observers at the Annual and Special General Meetings and when holding elections;
- xxi.** Maintain a register of Members, affiliates and officials of CKF;
- xxii.** A signatory CKF Bank Accounts;
- xxiii.** Perform such other duties as he may from time to time be directed to perform by the Board not inconsistent with provisions of the Constitution, and other regulations and Rules binding the organization.
- xxiv.** Be an Ex-Officio member of the Board with no voting rights at any meetings of CKF.

### **8.5.9: Qualification for Appointment as Chief Executive Officer**

A person shall be eligible for appointment under Article 19(9) if that person holds the following qualifications and any such other terms and conditions as may be determined by the Board: -

- (a) Has thorough knowledge and experience of Governance, financial and fiscal policies, strategic planning, public finance management, human resource management, budgeting process, procurement laws, infrastructural development and governing laws, further supported by relevant training and certificates of not less than ten (10) years in the relevant field five (5) of which have been at senior management level.
- (b) Ability to portray and uphold positive national image and work in a multicultural and multi-ethnic environment with sensitivity to and respect for diversity.
- (c) Be of high ethical standards, integrity and accountability and comply with the requirements of Chapter Six of the Constitution of Kenya.

## **ARTICLE 9: GENERAL MEETINGS**

There shall be two categories of General Meetings of CKF

- a) Annual General Meetings
- b) Special General Meetings.

### **9.1 The Annual General Meetings**

- (a) The Annual General Meeting shall consist of all council members as per Article 8.2
- (b) Notice of appointment of a delegate or proxy shall be received by the Secretary of CKF not less than five days before the date of the meeting.

- (c) The Annual General Meeting shall be held not later than the end of April of every year at such time and place as shall be determined by the Board.

### **9.1.1 Notice of the Annual General Meeting**

- (a) Notice of the Annual General Meeting, accompanied by the agenda for the meeting shall be sent to all members and any other persons entitled to attend the meeting not less than twenty-eight (28) days before the date of the meeting and where practicable, by a press advertisement not less than fourteen (14) days before the date of the meeting.
- (b) The notice may be given personally or by sending it by mail, e-mail, facsimile or other medium to the addressee's last known address.
- (c) The notice for such meeting shall state the place, the day and the time of the meeting and the business to be transacted thereat enclosing;
- i. Copies of the minutes of the preceding Annual General Meeting of CKF and of any other General Meeting of the CKF held since.
  - ii. Copies of the Board's Annual Report, the Federations's Audited Balance Sheet and Statement of Accounts of the preceding financial year, provided that copies of these are furnished to all Members at least seven (7) calendar days before the date fixed for such meeting.
- (d) At the AGM, the Chairperson, or in his/her absence, the Vice Chairperson, or in the absence of both the Chairperson and the Deputy, a Delegate selected by the meeting shall chair the meeting.
- (e) The Chairperson may at his/her discretion limit the number of persons permitted to speak in favor of and against any motion.

### **9.1.2 Agenda of the Annual General Meeting**

The agenda for AGMs shall consist of the following: -

- (a) Confirmation of Quorum

- (b) Apologies
- (c) Confirmation of the minutes of the previous Annual General Meeting;
- (d) The Chairman's Report;
- (e) Consideration and approval of the accounts and Audit Report;
- (f) Appointment of Auditors;
- (g) Such other matters as the Board may decide or as to which notice shall have been given in writing by a member to the secretary at least fourteen (14) days before the date of the meeting; or
- (h) To consider and pass, with or without modification, such matters as the Board may decide or any resolutions concerning the affairs of CKF, of which proper notice is given, save that all matters of finance shall be referred to the Board for the final decision.
- (i) To consider and pass, with or without modification, any resolution adding to, rescinding or amending, any part of the Constitution, of which due and proper notice is given, as per Article **9.1.1** of this Constitution.

## **9.2 Special General Meetings**

- (a) All General Meetings of the Council, other than Annual General Meetings, shall be referred to as Special General Meetings.
- (b) A Special General Meeting may be convened for any specific purpose by the Board. Notice in writing of such meeting shall be sent to all members not less than seven (7) days before the date thereof indicating the agenda, time and venue.
- (c) A Special General Meeting may be convened upon notification in writing of not less than one-third of the members. The notice shall indicate the specific purpose for which a meeting is requested. Such a meeting shall be held within

twenty eight days of the request with the specific purpose of dealing with the agenda.

(d) All meetings may be held virtually and or physically at the discretion of the Board. The nature of the meeting to be held will be communicated in the notice.

### **9.3 Quorum for General Meetings**

(a) The quorum for General meetings shall be, at least 51% of the voting Council Members

(b) No business shall be transacted at any General Meeting of CKF unless there is a quorum.

(c) If within one hour from the time appointed for any General Meeting of CKF a quorum is not present, the meeting shall stand adjourned to the same day in the next week, at the same time and place, or to such other day or at such other time and place as the persons present may determine (provided that they shall not be entitled to adjourn the meeting for a period shorter than seven days), and if at the adjourned meeting a quorum is not present within one hour from the time appointed for that meeting the persons present and entitled to vote thereat shall constitute a quorum.

## **ARTICLE 10: NOMINATIONS AND ELECTION**

### **10.1 Appointment of Independent Election Panel**

(a) The Board shall appoint an Independent Elections Panel (the Panel) within sixty days before election, in accordance with paragraph 20(2) (a) of the Sports Registrar Regulations of 2<sup>nd</sup> September 2016 to conduct the elections.

(b) The Board shall provide the Panel with members register, facilitation and any other necessary requirements to facilitate their work.

- (c) The Panel shall develop regulations and guidelines for the elections in line with the CKF constitution, Sports Registrars regulations and ICC.
- (d) The Panel will be responsible for appointment of the Returning Officer and all other officials for the Elections.
- (e) The term of the panel shall expire sixty days after the announcement of the results of the election.
- (f) The Panel shall be responsible for all matters relating to the elections.

### **10.2 Notice of Election**

The Election Panel shall give notice of election on consultation with the Council.

### **10.3 Nominations**

- (a) Nominations of candidates wishing to contest elected positions shall be called by the CEO/Secretary who shall give at least sixty (60) days' notice before the election date.
- (b) The CEO/Secretary shall avail the particular Nomination Forms to all the Members and any interested person.
- (c) Nominations from any person including those from County Associations and Clubs intending to vie for positions at the National level shall be sent to the independent Panel not later than thirty (30) days before the election date.
- (d) The Independent Panel shall meet twenty-one (21) days before the election date to verify the nominations and to clear or declare a candidate ineligible for nominations. The candidate and their agents may be present at the verification process. The absence of a candidate or an agent for the candidate shall not stop the verification process.
- (e) Nominations shall only be valid if the nominee is: -



- i.** Proposed by at least one (1) member and seconded by a minimum of two (2) members provided that the nominating members will not nominate more than one candidate in the same category;
  - ii.** obtains a letter from the County Association or Club confirming his membership with the Club; and
  - iii.** is a Citizen of Kenya if the nomination is for the positions of Chairperson, and Treasurer;
  - iv.** confirms acceptance in writing to be nominated.
- (f)** For a candidate to be nominated for election as a Board Member, such a candidate must satisfy the requirements of the Act and the Sports Registrar's Regulations of 2016 and possess certified copies of clearance certificates from:
  - i.** The Directorate of Criminal Investigations;
  - ii.** The Ethics and Anti-Corruption Commission;
  - iii.** Kenya Revenue Authority;
  - iv.** Credit Reference Bureau;
  - v.** Higher Education Loans Board; and
  - vi.** Certified copy of Kenyan National Identity Card or Passport
- (g)** If only one nomination is received for any elective position, the candidate concerned shall be declared duly elected unopposed.

#### **10.4 Elections**

- (a)** Elections for Board and Council Members shall be held after every four years. The notice for the elections of the Board and Council members shall be issued by the CEO/Secretary giving a minimum of 60 days notice to the County Sport Association, Clubs and all members.

- (b)** Every person seeking to be elected as a Member of the Board, Council or in any other elective position (other than ICC Council Member) must be proposed by at least one member and seconded by two other members. Nominations forms must be received by the Independent Elections Panel through the CEO/Secretary not later than thirty (30) days prior to the Election date;
- (c)** The Independent Panel in liaison with the CEO/Secretary shall circulate the list of all nominations or the names of the candidates for election together with the agenda of the Annual General Meeting at which the elections will be held to all member of CKF at least seven (7) days before the next AGM;
- (d)** All nominated candidates shall submit clearance certificate obtained from the Directorate of Criminal Investigation, the Credit Reference Bureau and the Higher Education Loans Board to the Independent Panel;
- (e)** The office of the Chairperson and the Treasurer shall be contested and held by Kenyan citizens only;
- (f)** The CEO/Secretary shall notify the Sports Registrar of the planned elections at least four (4) weeks prior to the expected date of elections;
- (g)** The CEO/Secretary shall invite observers from at least umbrella sport organization, the Ministry for the time being responsible for matters relating sports and the Sports Registrar;
- (h)** The elections shall be held in accordance with the general principles for the electoral system stipulated under Article 81 of the Constitution of Kenya 2010 including but not limited to-

  - Carrying out elections by secret ballot
  - Holding elections in an open, free and fair environment

- Involving observers in nomination process and inviting them to attend planned meetings relating to the upcoming elections and
  - Notifying members on time and in accordance with this constitution and relevant laws and regulations
- (i) The candidate that obtains the highest number of valid votes or who is unopposed shall be deemed to have won elections.
- (j) An observer in an election and the Returning Officer shall, within seven (7) days of the election, submit a separate report to the Registrar on the credibility of the elections.
- (k) The CEO/Secretary shall, within twenty-one (21) days on behalf of CK notify the Registrar of the newly elected office bearers in the Form R set out in the First Schedule of the Sports Registrar Regulations of 2<sup>nd</sup> September 2016.
- (l) The Registrar may register a newly elected office bearer, if satisfied with the election and the election process.
- (m) The newly elected office bearer shall hold office for a period of four (4) years and may be elected for one further term.
- (n) Any person dissatisfied with the results of an election may appeal to the Sports Disputes Tribunal within thirty (30) days of election.

### **10.5: Eligibility**

The following persons shall not be eligible for election or to remain in office as Chairperson, Vice-Chairperson, Treasurer, or a member of the Board: -

- (a) A person who has been adjudged bankrupt under the Bankruptcy Act, Cap 53, Laws of Kenya;
- (b) A person who has been convicted of a felony in Kenya or elsewhere; or

- (c) A person who has been convicted of any offence (other than a traffic offence) whether in Kenya or elsewhere, punishable by a term of imprisonment of a year or more unless that person has obtained a pardon or has served the sentence imposed on them; or
- (d) A person who has at any time been convicted, whether in Kenya or any other country, of theft, fraud, forgery, or uttering a forged document, perjury, an offence under the anti-corruption and Economic Crimes Act of 2003 or an offence involving dishonesty;
- (e) A person who is prohibited by an Order of the Court or Tribunal duly constituted from being a director or Promoter of or being concerned or taking part in the management of a company under the Companies Act, Cap 886, Laws of Kenya;
- (f) A person who is subject to an order that he is lacking in competence to manage his or her own affairs under the Mental Health Act, Cap 248, Laws of Kenya;
- (g) A person who is under suspension from CKF or a registered County Sports Association or Club; or
- (h) A person who is under the age of eighteen (18) years old;
- (i) A person who is ineligible to compete in cricket or any other sport by reason of the commission of an anti-doping Rule violation as determined by the relevant authority;
- (j) A person who has been convicted of offences relating to anti-doping rule violation as provided for under the Anti-Doping Act of Kenya and Rules and Regulations of 2016 as amended from time to time;
- (k) A person who is registered Athlete's representative or his/her agent or known sub-agent or Manager;

- (l) A person who been elected as an Honorary Member; such a person shall also be ineligible to hold any elective office in any Regional Federation;
- (m) A person who fails to produce or avail certified copies of clearance certificates from-
  - a) The Directorate of Criminal Investigations
  - b) The Ethics and Anti-Corruption Commission;
  - c) Kenya Revenue Authority;
  - d) Credit Reference Bureau;
  - e) Higher Education Loans Board; and
  - f) Certified copy of Kenyan National Identity card number.
- (j) If any of the above circumstances occur to an existing member of the Board, he or she shall be deemed to have vacated his or her office upon notification of such circumstances to them by relevant authority. In addition, the delegates may, at a Special General Meeting called for this purpose, by Special Resolution suspend a Board Member pending determination of an allegation that nay such circumstance has occurred. Before doing so the Board member concerned shall be given not less than seven (7) days written notice of the proposal to suspend him or he or she shall be entitled to be present and make a submission to the meeting.

## **ARTICLE 11: REMOVAL FROM OFFICE**

**11.1** A member of the Executive Board shall lose their position in the Executive Board if;

- (a) Fails to attend more than three consecutive meetings without lawful causes;

- (b) Is declared bankrupt;
- (c) Becomes mentally incapacitated;
- (d) Is convicted of a felony;
- (e) Is found guilty for abuse of office;
- (f) Fails to perform their duties under this Constitution; and
- (g) Mismanages resources and finances of Cricket Kenya Federation;
- (h) Brings the game of Cricket into disrepute;
- (i) Fails to meet the provisions of Chapter 6 of the Constitution of Kenya 2010 which states the standard on leadership and integrity.

**11.2** The Executive Board or any Executive Board member may be removed in a Meeting as follows;

- (a) Any full member and or Executive Board proposing the removal of a Board Member or the dissolution of the Executive Board respectively shall notify the Secretary-General in writing;
- (b) A proposal to remove a member of the Board or seeking the dissolution of the Executive Board shall be signed and supported by at least four (4) members;
- (c) Upon the CEO/Secretary receiving a request for a Special General Meeting together with a resolution for either a removal of a Board Member or dissolution of the Executive Board, the CEO/Secretary shall within thirty (30) days of receipt call for a Special General Meeting;
- (d) The CEO/Secretary shall immediately give twenty-one (21) days' notice to the affected parties and the Council and shall at the same time serve the affected parties and Council;

- (e) At the Special General Meeting and before voting on the resolution for removal of a Board Member or dissolution of the Executive Board, the affected parties shall have the right to make submissions either in writing and or orally to the Council;
- (f) A resolution to remove a Board member or to dissolve the Executive Board must be passed by, at least, 75% of full members represented on the Council of Cricket Kenya Federation and who must be present to vote;
- (g) Any member of the Executive Board or Council may resign by giving notice in writing to the CEO/Secretary and thereupon his Seat shall be vacant. A member who so resigns shall not be disqualified from being re-elected at any time thereafter;
- (h) Should a vacancy occur in the Executive Board, a Special General Meeting of the Council shall be called within forty-five (45) days to elect a new member.

## **ARTICLE 12: VACANCY**

- (a) A vacancy arises in the Board or Council if a Member:
  - i. Resigns from office;
  - ii. Dies;
  - iii. Removed under this Constitution;
- (b) A vacancy shall be filled in accordance with this Constitution.
- (c) Those elected as a result of the vacancy arising, shall serve the remainder of the term in accordance with this Constitution;

- (d) Any person elected to the Executive Board shall automatically relinquish any executive position they hold in a County Affiliate.
- (e) A County Cricket Association shall have no more than three (3) members on the Executive Board as provided for in this Constitution under article 15(1) (b).
- (f) The three nominated members of the gender minority, shall be nominated by the Executive Board within fourteen (14) days from the date of election and approved by the Council at the next AGM/SGM within ninety (90) days. The Board shall take into consideration special professional and technical skills required by CK while making the nominations. These nominated members shall have the full rights as any elected Executive Board member and shall be nominated on the basis of the skills required to perform their functions; and shall hold office for the term prescribed under this Constitution.

### **ARTICLE 13: CONFIDENTIALITY**

**13.1** Without prejudice to his rights or duties at law each Member shall treat all information relating to any member, Cricket Kenya Federation or the Executive Board, as strictly confidential and shall not communicate such information or any part thereof to any other person, authority or organization whatsoever.

### **ARTICLE 14: BY LAWS**

**14.1** Subject to this Constitution, the Executive Board shall have power to make regulations or By-laws on all matters not provided for in this Constitution which it may deem necessary for the attaining the objectives of CKF, provided such regulations and or by-laws are in full compliance with ICC Statutes, the Sports Act and other relevant laws;

**14.2** Any such regulations or by-laws under this article shall be reported/ratified at the next Annual General Meeting of CKF;



**14.3** By-laws made under this Article must be consistent with this Constitution and shall be binding on CKF and all Members.

## **ARTICLE 15: AUDITOR**

- (a)** An Auditor shall be appointed for the following year by the AGM. The auditor shall be a reputable and qualified Auditor who is registered and/or licensed by the Institute of Certified Public Accountants of Kenya (ICPAK) and who shall not be affiliated to Cricket Kenya Federation, shall be appointed at the Annual General Meeting as the Auditor of Cricket Kenya Federation.
- (b)** All the CKF accounts, records and documents shall be opened to the inspection of the auditor at any time. A member may request and shall be granted permission to inspect the books with a written request to the CEO giving a twenty eight (28) day notice.
- (c)** The Board shall produce an account of its receipts and payments and a statement of assets and liabilities made up to a date which shall not be less than six (6) weeks and not more than three (3) months before the date of the Annual General Meeting. The Auditor shall examine such annual accounts and statements and either clarify that they are correct, duly vouched and in accordance with the law or report to the Board in what respect they are found to be incorrect, un-vouched or not in accordance with the law.
- (d)** A copy the Auditor's report on the accounts and statements together with such accounts and statements shall be furnished to all Delegates at the same time as the notice convening the General Meeting is sent out. An auditor may be paid such honorarium for his duties as may be resolved or determined by the General Meeting appointing him.
- (e)** No Auditor shall be a Member of the Board, Council, CK or any Committee.

## ARTICLE 16: DISPUTE RESOLUTION

**16.1** All disputes or differences whatsoever including issues arising out of this Constitution or any other disputes including those arising between CKF, its County affiliates, and or players and or any matter relating to cricket shall be dealt by the Legal Committee or any other person appointed by the Board in the following manner;

- (a) By one party giving notice of the dispute in writing to other party or parties, and the parties acting in good faith to seek to negotiate an agreement before approaching or notifying the Legal Committee; and
- (b) Failing such agreement within 21 days of the written notice of the dispute, the parties or one party to the dispute to notify the Board and the Legal Committee of the dispute;
- (c) The Legal Committee or any other person appointed by the Board for the purpose of mediating between two parties to handle the dispute within 30days; and
- (d) Failing a settlement being reached by mediation within 42 days of the written notice of dispute by the Legal Committee (or such other period as may be specified by the mediator), the dispute may be resolved by the parties referring it to the Sports Registrar or the Sports Disputes Tribunal of Kenya by joint agreement in writing (in accordance with ss. 45 and 58(b) of the Sports Act (No. 25 of 2013), as the case may be an as may be amended from time to time); and
- (e) The parties may agree on the Arbitrator or Mediator to be appointed within fourteen (14) days and failure of which, the Arbitrator or Mediator to be appointed by the Sports Registrar.

**16.2** The decision of the Arbitrator or Mediator shall be final and binding unless appealed upon.

**16.3** The cost of arbitration shall be borne by the parties to the dispute in accordance with the requisite fee set out under the Second Schedule of the Sports

Registrar Regulations of 2<sup>nd</sup> September 2016 or as set out in the Arbitration Act or the rules of the Chartered Institute of Arbitrators and subject to any amendment made thereafter.

**16.4** All disputes involving athletes, athlete support personnel or other persons under the Federation's jurisdiction, (other than those arising under the Anti-Doping Regulations or as otherwise expressly specified in this Constitution or any Federation Regulation), shall be submitted to a hearing before the Disciplinary and Ethics Committee.

#### **ARTICLE 17: INDEMNITY FOR MEMBERS OF EXECUTIVE BOARD & COUNCIL**

**17.1** The members of the Executive Board of Cricket Kenya Federation and Council shall be indemnified against any claims that may be made against them in the *bona fide* exercise of their power and duties as members of the Executive Board and or Council.

#### **ARTICLE 18: DISSOLUTION**

**18.1** CKF shall not be dissolved except by a resolution passed at an AGM or SGM convened for that purpose, PROVIDED that a resolution to that effect is passed by, at least, 75% of the full members represented on the Council who must be present and voting.

**18.2** When the dissolution of CKF has been approved by the Registrar of Sports, no further action shall be taken by CKF or nay office bearers of Cricket Kenya in connection with the aims and objectives of CKF other than to get in and liquidate for cash all assets of CKF.

**18.3** Subject to payment of all debts of CKF, the remaining balance shall not be distributed but shall be transferred to the Ministry of Sports on condition that said Ministry undertake to pay the money on deposit account in an authorized bank, building society or any financial institution authorized to accept deposits until such time as a new body to control cricket in Kenya is formed, when such monies shall be handed over by the Trustees to such new body.

## **ARTICLE 19: INFRINGEMENT OF THE CONSTITUTION & BY-LAWS**

**19.1** If any club, County Sports Association, players or any person thereof or member of Cricket infringes the Constitution of CKF or any by-laws made thereunder or conduct themselves in a manner which is calculated to bring the game of Cricket to disrepute, the Executive Board may take cognizance, whether by complaint or otherwise and appoint a Disciplinary Committee to deal with the matter.

**19.2** The Disciplinary Committee shall afford the person being accused the right to a fair hearing in accordance with the Constitution of Kenya 2010.

**19.3** After having investigated any matter or any dispute referred to them, and after consideration of any relevant evidence put before them, including any report by the match Umpires, the Disciplinary Committee shall thereafter submit to the Executive Board a written report of its findings.

**19.4** The Executive Board may, after consideration of the said report, at its sole discretion either take no further action in the matter or reprimand, disqualify from any tournament or impose a fine on the club, County Affiliate, Players or members of CKF or make such other order as it may deem necessary;

**19.5** Any recommendation to expel or suspend any club, County Affiliate or member thereof or member of Cricket Kenya Federation concerned shall require Council approval before such action is taken.

**19.6** The individual or body concerned shall be notified forthwith in writing by the Chief Executive Officer of the decision taken by the Executive Board and/or by the Council.

**19.7** A County Affiliate, a Club or members thereof or nay member of Cricket Kenya Federation aggrieved by an order of the Executive Board may lodge an appeal in writing to the Council within Fourteen (14) days of receipt of the of the document containing the order.

**19.8** In the event of the Council upholding the orders made by the Executive Board, the order shall be final and binding.

**19.9** Pending the disposal of and appeal by the Executive Board shall remain in force and effective.

## **ARTICLE 20: BORROWING POWERS**

**20.1** The Executive Board may, subject to express approval by the Council borrow money, mortgage, and charge its undertaking and property, or any part thereof whether outright or as securities for any debt, liability or obligation of CKF.

**20.2** All the immovable property of Cricket Kenya Federation shall be vested in the Trustees.

**20.3** The number of Trustees shall be nominated for appointment by the Council and shall be a minimum and a maximum of three and five.

**20.4** and shall hold office for a period of seven (7) years unless they resign or retire.

**20.5** Trustees may be eligible for further appointments;

**20.6** The Trustees shall appoint a Mediator as provided for under this Constitution.

**20.7** Trustees shall be indemnified against all claims when exercising their *bona fide* duties of Cricket Kenya Federation.

## **ARTICLE 21: CONFLICT OF INTEREST**

**21.1** Declaration of Conflict of Interest. All Members of the Executive Board must immediately upon becoming aware of any actual or potential conflict of interest declare that conflict of interest before or during the relevant meeting to the Chairperson of meeting.

**21.2** A conflict of interest will exist for the purposes of this paragraph if:

- a. Through any current or proposed future dealings or relationships with that member or their family stands to gain a benefit or advantage from the outcome of the meeting; or
- b. There is any other reason why that member might be perceived not to deal with a matter in an objective manner such as contractual matters, selection matters, disciplinary matters and other financial matters.

**21.3** In the event of any dispute as to whether a matter will give rise to a conflict of interest, the matter will be decided by a resolution of the relevant Meeting. The Member or Member's subject, or potentially subject, to the conflict of interest must not vote on or be present during any discussion of this resolution.

**21.4** No member of the Board or of Cricket Kenya Federation is entitled to vote on a matter in which they have a conflict of interest, or to be present at a meeting during any discussion of a matter in which they have a conflict of interest.

## **ARTICLE 22: GOOD CORPORATE GOVERNANCE**

**22.1** In carrying out its functions and discharging its duties the Board shall adopt and adhere to principles of good corporate governance that promote ethical and responsible decision making, safe-guard the integrity of CKF's finances and financial reporting systems, respect the rights of Members, recognize and manage risk and encourage enhanced performance by the Board and management.

## **ARTICLE 23: ANTI-DOPING, ANTI-CORRUPTION & ETHICS**

**23.1** CKF shall develop a Code of Ethics, anti-corruption policy, and anti-doping policy that are consistent with ICC, WADA, ADAK, Sports Act and any other relevant law and ensure their compliance.

## **ARTICLE 24: TRANSITIONAL CLAUSES**

**24.1** *Coming into Force.* This Constitution shall come into force upon validation by stakeholders and submission to the Cabinet Secretary and the Sports Registrar.

**24.2 Existing offices.** Any person who, at the commencement of this Constitution, is a member of staff of Cricket Kenya, shall on the vesting day continue to be members of staff of CKF under the same terms and conditions.

**24.3 Transition Report.** Cricket Kenya Normalization Committee will prepare a transitional report and submit to the Executive Board for presentation at the first Annual General Meeting.

**24.4 First term under this Constitution.** The Executive Board elected under this Constitution, shall serve its first term for a period of four years and thereafter be eligible for a further term of four years.

**24.5 Existing Members:** Any person, body or organization that was a member of Cricket Kenya prior to this Constitution shall continue to be a member of CKF.

**24.6 Outgoing officials of Cricket Kenya:** Any person who was an official of the Board, Council or member of a Committee before formation of the Cricket Kenya Normalization Committee shall at the commencement of this Constitution not be eligible for any elective position For a period of four years.

## **ARTICLE 25 AMENDMENTS TO THE CONSTITUTION**

**25.1** This Constitution shall not be subjected to any alterations, addition, deletion, revocation, amendments and/or replacements in contravention of the Constitution of Kenya 2010, the Sports Act or any other relevant law.

**25.2** Amendments to this Constitution may be made by a resolution of a Special General Meeting or at the Annual General Meeting which shall be passed by not less than fifty-one (51) percent of the members represented on the Council who must be present and entitled to vote and that twenty-eight (28) days' notices have been given specifying the nature of the intended amendments.

**25.3** Any approved amendment to this Constitution shall be submitted to the Sports Registrar in hard and soft copy.

**ARTICLE 26: ENFORCEMENT**

**26.1** This Constitution was approved on -----by the Cricket Normalization Committee that was constituted by the Cabinet Secretary on the request of ICC to normalize the sports discipline of Cricket Kenya Federation and came into force effective from ----- . It was headed over to the Cabinet Secretary on -----  
-----.

Signed for and on behalf of the Cricket Kenya Federation on the -----  
by:

**CRICKET NORMALIZATION COMMITTEE**

**Chairperson:-----**