

COOK ISLANDS FOOTBALL ASSOCIATION INCORPORATED

STATUTES 2024



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DEFINITIONS

The terms given below denote the following:

Ad Hoc Committee: means any committee formed by the Council for special duties and for a limited period.

Association football: the game controlled by FIFA and organised by FIFA, the confederations and/or the associations in accordance with the Laws of the Game.

Association: a football association recognised as such by FIFA and by the relevant confederation. It is a member of FIFA, unless a different meaning is evident from the context.

Auditor: means any independent professional services firm appointed by Congress to audit the financial statements of CIFA.

CAS: Court of Arbitration for Sport based in Lausanne (Switzerland).

CIFA: Cook Islands Football Association Incorporated.

Club: a member of an association (that is a member of FIFA and of the relevant confederation) or a member of a league recognised by an association that enters at least one team in a competition.

Confederation: a group of associations recognised by FIFA that belong to the same continent (or assimilable geographic region).

Congress: the supreme and legislative body of CIFA.

Council: the strategic and oversight body of CIFA.

Delegate: a natural person validly representing a Member at the Congress.

Eligibility Criteria: means the eligibility criteria set out in the Governance Regulations.

FIFA: Fédération Internationale de Football Association.

FIFA Statutes: means the statutes adopted by FIFA and in force.

General Secretariat: means the administrative body of CIFA.

General Secretary: means the chief executive of CIFA.

Governance Regulations: means the current governance regulations approved by the Council.

IFAB: means The International Football Association Board.

Intermediary: means a natural or legal person who, for a fee or free of charge, represents players and/or clubs in negotiations with a view to concluding an employment contract or represents clubs in negotiations with a view to concluding a transfer agreement.

Independent: means a person who meets the Independence Criteria.

Independence Criteria: means the independence criteria set out at Art. 52 par. 5 of these Statutes and in the Governance Regulations.

Island association: a football association on any of the islands in the Cook Islands except Rarotonga.

Judicial Bodies: means the CIFA judicial bodies being the Disciplinary and Ethics Committee and the Appeal Committee.

Laws of the Game: the laws of association football issued by The IFAB in accordance with the relevant provisions of the FIFA Statutes.

League: an organisation that is subordinate to an association.

Member: a legal person that has been admitted into membership of CIFA by the Congress.

OFC: Oceania Football Confederation.

Official: any board member (including the members of the Council), committee member, referee and assistant referee, coach, trainer and any other person responsible for technical, medical and administrative matters in FIFA, a confederation, an association, a league or a club as well as all other persons obliged to comply with the FIFA Statutes (except players, match agents and intermediaries).

Official Competition: means a competition for representative teams organised by CIFA.

Ordinary courts: state courts which hear public and private legal disputes.

Outer Island Football Association: means the Island Associations of Aitutaki, Atiu, Mangaia, Mauke, Mitiaro, Pukapuka (and Nassau) and Rakahanga.

Player: a football player licensed by CIFA.

President: means the president of CIFA elected by a Congress or appointed pursuant to these Statutes.

Regulations: means without limitation, the rules, regulations, codes, instructions and directives as promulgated by the Council.

Simple Majority: means more than fifty percent (50%).

Stakeholder: means a person, entity or organisation which is not a Member Association and/or body of CIFA but has an interest or concern in CIFA's activities, which may affect or be affected by CIFA's actions, objectives and policies, in particular Clubs, players, coaches and professional leagues.

NB: Except where the context otherwise requires, references to natural persons include both genders. The singular case applies to the plural and vice-versa. Any initially capitalised expression which is not defined in these Statutes, but which corresponds to a defined expression in the FIFA Statutes shall have the same meaning as is given to that expression in the FIFA Statutes, construed to be applicable in the context of these Statutes. A reference to "includes" or "including" means includes, without limitation or including, without limitation respectively. A reference to a statute of the Cook Islands includes that statute as amended from time to time and any regulations and other instruments issued or made under that statute from time to time and legislation passed in substitution for the statute.

I. GENERAL PROVISIONS

Article 1 Legal form, headquarters and trademarks

¹ CIFA is a duly incorporated organisation established pursuant to the Incorporated Societies Act 1994.

² The headquarters of CIFA are located in Cook Islands Football Academy, Matavera, Rarotonga, Cook Islands.

³ CIFA is a member of FIFA and of OFC.

⁴ The logo of CIFA is indicated below and is the exclusive property of CIFA. Authorisation for its use for any purpose other than CIFA's regular business must be obtained from CIFA.



⁵ The common seal of CIFA shall be witnessed by either the President, Vice President or General Secretary.

Article 2 Objectives

The objectives of CIFA are:

- a) to improve the game of football constantly and promote, regulate and control it throughout the territory of Cook Islands in the light of fair play and its unifying, educational, cultural and humanitarian values, particularly through youth and development programmes.
- b) to organise competitions in association football, futsal and beach soccer at national level, by defining precisely, as required, the areas of authority conceded to the various leagues of which it is composed.
- c) to draw up regulations and provisions and ensure their enforcement.
- d) to safeguard and protect the interests of its Members and ensure that their needs are taken into account.
- e) to respect and prevent any infringement of the Statutes, regulations, directives and decisions of FIFA, of OFC and of CIFA as well as the Laws of the Game, and to ensure that these are also respected by its Members.

- f) to ensure that the game of football is available to and resourced for all who wish to participate throughout the territory of the Cook Islands, regardless of gender and age.
- g) to promote integrity, ethics and fair play with a view to preventing all methods or practices, such as corruption, doping or match manipulation, which might jeopardise the integrity of matches, competitions, players, officials and Members or give rise to abuse of association football, futsal or beach soccer.
- h) to promote and strengthen good governance principles and practices at national level and encourage its Members to adopt their own good governance principles.
- i) to promote the development of women's football and the full participation of women at all levels of football governance.
- j) to control and supervise all friendly football matches of all forms played throughout the territory of Cook Islands.
- k) to control and supervise association football, futsal and beach soccer at national level and to control and supervise all forms of international football matches played throughout the territory of Cook Islands, in accordance with the relevant Statutes and regulations of FIFA and of the confederations.
- l) to manage international sporting relations connected with association football, futsal and beach soccer, in particular by maintaining a good and cooperative relationship with other football associations, OFC and FIFA.
- m) to host competitions at international and other levels.
- n) to act as the controlling authority for football in the Cook Islands.
- o) to do all such things that are incidental or conducive to the attainment of the above objectives.

Article 3 Neutrality and non-discrimination

¹ CIFA is neutral in matters of politics and religion.

² The Members of CIFA shall also be neutral in matters of politics and religion and shall ensure that their own members remain neutral.

³ CIFA shall remain independent and shall avoid any form of undue political interference. CIFA shall manage its affairs independently and shall ensure that its own affairs are not influenced by any third parties.

⁴ Discrimination of any kind against a country, private person or group of people on account of race, skin colour, ethnic, national or social origin, gender, disability, language, religion, political opinion or any other opinion, wealth, birth or any other

status or any other reason is strictly prohibited and punishable by suspension or expulsion and/or other disciplinary measures.

Article 4 Promoting friendly relations.

¹ CIFA shall promote friendly relations between its Members, clubs, officials and players and in society for humanitarian objectives.

² Every person and organisation involved in the game of Football is obliged to observe the Statutes, Regulations and the principles of fair play as well as the principles of loyalty, integrity and sportsmanship.

³ CIFA shall provide the necessary institutional means to resolve any internal dispute that may arise between the Members, clubs, officials and players.

Article 5 Players

¹ The status of players and the provisions for their registration shall be regulated by the Council in accordance with the FIFA Regulations on the Status and Transfer of Players.

² Players shall be registered in accordance with the regulations of CIFA.

Article 6 Laws of the Game

¹ CIFA and each of its Members shall play association football in compliance with the Laws of the Game issued by the IFAB. Only The IFAB may lay down and alter the Laws of the Game.

² CIFA and each of its Members shall play futsal in accordance with the Futsal Laws of the Game issued by FIFA. Only FIFA may lay down and alter the Futsal Laws of the Game.

³ CIFA and each of its Members shall play beach soccer in accordance with the Beach Soccer Laws of the Game issued by FIFA. Only FIFA may lay down and alter the Beach Soccer Laws of the Game.

Article 7 Conduct of bodies, Officials and others

¹ All bodies and officials of CIFA shall observe the Statutes, regulations, directives, decisions and the Code of Ethics of FIFA, of OFC and of CIFA in their activities.

² Every person and organisation involved in the game of association football, futsal and beach soccer in the territory of CIFA is obliged to observe the Statutes and regulations of FIFA, of OFC, of CIFA and any other relevant statutes, as well as the principles of fair play, loyalty, integrity and sportsmanship.

³ Officials shall behave with integrity and be accountable towards CIFA at all times. They shall in particular:

- a) safeguard the reputation of CIFA and act in its best interests.
- b) disclose any possible or actual situation of a conflict of interests in a logbook.

Article 8 Official languages

¹ The Official languages of CIFA shall be English and Cook Islands Māori. Corporate documents (as listed in art. 76 of these Statutes) shall be written in these languages. In the event of any divergence between the interpretation of texts in different languages, the text written in the English language shall be regarded as authoritative.

² The official language/s at the Congress shall be Cook Island Māori and English.

II. MEMBERSHIP

Article 9 Admission, suspension and expulsion

¹ The Congress upon recommendation of the Council shall decide whether to admit, suspend or expel a Member, except where the authority is given to the Council in accordance with these Statutes.

² Admission may be granted if the applicant fulfils the requirements of CIFA in accordance with these Statutes.

³ Membership is terminated by resignation or expulsion. Loss of membership does not relieve the Member from its financial obligations towards CIFA or other Members of CIFA but leads to the loss of all rights in relation to CIFA.

Article 10 Members

The Members of CIFA are:

- a) The Club Associations located on the island of Rarotonga.

- b) The Island Associations of Aitutaki, Atiu, Mangaia, Mauke Mitiaro, Pukapuka (and Nassau), and Rakahanga.

Article **11 Admission**

¹ Any legal person wishing to become a Member of CIFA shall apply in writing to the general secretariat of CIFA.

² The application must be accompanied by the following mandatory items:

- a) a copy of its legally valid statutes or constitutional document and, if applicable, regulations.
- b) a declaration that it will comply at all times with the Statutes, regulations and decisions of CIFA, FIFA and OFC and ensure that these are also respected, if applicable, by its own members, clubs, officials and players.
- c) a declaration that it will comply with the Laws of the Game in force as laid down by the IFAB, as well as the Beach Soccer Laws of the Game and the Futsal Laws of the Game as laid down by FIFA.
- d) a declaration that it will refer in the last instance (i.e. after exhaustion of all internal channels within CIFA) any dispute of national dimension arising from or related to the Statutes, regulations, directives and decisions of CIFA only to CAS, which shall definitely settle the dispute to the exclusion of any ordinary court, unless expressly prohibited by the legislation in force in Cook Islands.
- e) a declaration that any dispute of international dimension arising from or related to the Statutes, regulations, directives and decisions of FIFA or of OFC may only be submitted in the last instance to CAS, as specified in the Statutes of FIFA and of OFC.
- f) a declaration that it recognises the jurisdiction of CAS, as specified in the Statutes of FIFA and of OFC, and its decisions.
- g) a declaration that it is located and registered in the territory of Cook Islands.
- h) a declaration to the effect that the legal composition of the applicant guarantees that it can make decisions independently of any external entity.
- i) a declaration to the effect that the members of its own bodies were elected or appointed as a result of a procedure that guarantees the complete independence of the election or appointment.
- j) a list of officials, specifying those who are authorised signatories with the right to enter into legally binding agreements with third parties.
- k) a copy of the minutes of its last congress or constitutional meeting.
- l) if applicable, a declaration that it undertakes to organise or participate in friendly matches only with the prior consent of CIFA.

m) if applicable, a declaration that it will play all official home matches on the territory of Cook Islands.

³ Only one (1) Football Association shall be recognised by CIFA in any of the villages within Rarotonga and in each other outer island.

Article 12 Request and procedure for application

¹ The Council shall request that the Congress either admit an applicant or not. The applicant may state the reasons for its application to the Congress.

² The new Member shall acquire membership rights and duties as soon as it has been admitted. Its delegates are eligible to vote with immediate effect.

Article 13 Members' rights

¹ The Members of CIFA have the following rights:

- a) to take part in the Congress, to receive its agenda in advance, to be called to the Congress within the prescribed time, to exercise their rights to participate in the debates and discussions and to exercise their voting rights.
- b) to draw up proposals for inclusion in the agenda of the Congress.
- c) to nominate candidates for elections and/or appointment to the relevant bodies of CIFA.
- d) to be informed of the affairs of CIFA through its official bodies and be informed of the decisions taken by the Council.
- e) to take part in competitions (if applicable) and/or other sporting activities and programmes organised by CIFA.
- f) to exercise all other rights arising from the Statutes and regulations of CIFA.

² The exercise of these rights is subject to other provisions in the Statutes and applicable regulations of CIFA.

Article 14 Members' obligations

¹ The Members of CIFA have the following obligations:

- a) to comply fully with the Statutes, regulations, directives and decisions of FIFA, OFC and CIFA at all times and to ensure that these are also respected by its members.
- b) to ensure the election of its own decision-making bodies at least every four years.

- c) to take part in competitions (if applicable) and other sporting activities organised by CIFA.
- d) to pay their membership subscriptions.
- e) to respect the Laws of the Game as laid down by the IFAB, as well as the Beach Soccer Laws of the Game and the Futsal Laws of the Game as laid down by FIFA, and to ensure that these are also respected by its members through a statutory provision.
- f) to adopt a statutory clause specifying that any dispute of national dimension arising from or related to the Statutes, regulations, directives and decisions of CIFA may only be referred in the last instance (i.e. after exhaustion of all internal channels within CIFA) to CAS, which shall definitely settle the dispute to the exclusion of any ordinary court, unless expressly prohibited by the legislation in force in Cook Islands.
- g) to adopt a statutory clause specifying that any dispute of international dimension arising from or related to the Statutes, regulations, directives and decisions of FIFA or of OFC may only be submitted in the last instance to CAS, as specified in the Statutes of FIFA and of OFC.
- h) to manage their affairs independently and ensure that their own affairs are not influenced by any third parties in accordance with art. 18 of these Statutes.
- i) to ensure that their bodies are either elected or appointed according to a procedure that guarantees the complete independence of the election or appointment.
- j) to promptly communicate to CIFA any amendment to its statutes and regulations as well as any amendment in its internal organisation.
- k) not to maintain any relations of a sporting nature with entities that are not recognised or with Members that have been suspended or expelled.
- l) to observe the principles of loyalty, integrity and good sporting behaviour as an expression of fair play through a statutory provision.
- m) to observe the mandatory items specified under art. 11 of these Statutes for the duration of their affiliation.
- n) to administer a register of members which shall regularly be updated.
- o) to ratify statutes that are in accordance with the requirements of these Statutes.
- p) to comply fully with all other duties arising from the Statutes and other regulations of FIFA, OFC and CIFA.

² Violation of the above-mentioned obligations by any Member may lead to sanctions provided for in these Statutes.

³ Violation of par. 1 h) above may also lead to sanctions, even if the third-party influence was not the fault of the Member concerned. Each Member is responsible towards CIFA for any and all acts of the members of their bodies caused by the gross negligence or wilful misconduct of such members.

Article **15 Suspension**

¹ The Congress is responsible for suspending a Member. The Council may, however, suspend a Member that seriously and/or repeatedly violates its obligations with immediate effect. The suspension shall last until the next Congress unless the Council has lifted it in the meantime.

² A suspension shall be confirmed at the next Congress by a two-third majority of the valid votes cast. If it is not confirmed, the suspension shall be automatically lifted.

³ A suspended Member shall lose its membership rights. Other Members may not entertain sporting contact with a suspended Member. The Disciplinary and Ethics Committee may impose further sanctions.

⁴ Members that do not participate in the sporting activities of CIFA for 2 consecutive years shall be suspended from voting at the Congress.

Article **16 Expulsion**

¹ The Congress may expel a Member if it seriously and repeatedly violates the Statutes, regulations directives or decisions of FIFA, OFC and CIFA.

² The motion for expulsion must be adopted by a three-quarter majority of the valid votes cast.

Article **17 Resignation and dissolution**

¹ A Member may resign from CIFA with effect from the end of a football season. Notice of resignation must reach the general secretariat no later than six months before the end of the football season.

² The resignation is not valid until the Member wishing to resign has fulfilled its financial obligations towards CIFA and its other Members.

³ If a Member dissolves, either voluntarily or due to legal reasons, its membership to CIFA shall terminate with immediate effect at the moment its legal personality ceases to exist. The executive body of the Member shall immediately inform the general secretariat of CIFA when the dissolution procedure begins.

Article 18 Independence of Members and their bodies

¹ Each Member shall manage its affairs independently and with no undue influence from third parties.

² The Members' bodies shall be either elected or appointed. The Members' statutes shall provide for a democratic procedure that guarantees the complete independence and integrity of the election or appointment process.

³ Any Members' bodies that have not been elected or appointed in compliance with the provisions of par. 2 above, even on an interim basis, shall not be recognised by CIFA.

⁴ Decisions passed by bodies that have not been elected or appointed in compliance with par. 2 above shall not be recognised by CIFA.

Article 19 Status of clubs, Island Associations and other groups of Clubs

¹ Clubs, island associations or any other groups of clubs affiliated to CIFA shall be subordinate to and recognised by CIFA. There shall only be one top-tier national league on the territory of Cook Islands.

² These Statutes define the scope of authority and the rights and duties of the entities mentioned in par. 1 above. Their statutes and regulations shall be in line with the requirements and obligations of the Statutes and regulations of CIFA. CIFA shall have the primary responsibility to regulate matters relating to refereeing, the fight against doping, the registration of players, club licensing, the imposition of disciplinary measures, including for ethical misconduct, as well as measures required to protect the integrity of competitions, including the fight against match-fixing.

³ The entities mentioned in par. 1 above shall take all decisions on any matters regarding their membership independently of any external body. This obligation applies regardless of their corporate structure.

⁴ In any case, no natural or legal person (including holding companies and subsidiaries) shall exercise control in any manner whatsoever over more than one club or group of clubs whenever the integrity of any match or competition could be jeopardised.

III. HONORARY PRESIDENT AND HONORARY MEMBER

Article **20 Honorary president and honorary member**

- ¹ The Congress may bestow the title of honorary president or honorary member upon any person for meritorious service to football.
- ² The Council shall make these nominations.
- ³ The honorary president or honorary member may take part in the Congress. They may join the debates but are not entitled to vote.

IV. ORGANISATION

Article **21 GOVERNANCE REGULATIONS**

- ¹ The Council shall establish Governance Regulations to support and supplement these Statutes as required. The Governance Regulations shall be adopted by a majority (more than 50%) of the members of the Council present and eligible to vote.

Article **22 Bodies**

- ¹ The Congress is the supreme and legislative body.
- ² The Council is the strategic and oversight body.
- ³ The general secretariat is the executive, operational and administrative body.
- ⁴ Standing and ad hoc committees shall advise and assist the Council and the general secretariat in fulfilling their duties. Their duties, composition and function are defined in these Statutes and/or by special regulations drawn up by Council.
- ⁵ The judicial bodies are the Disciplinary and Ethics Committee and the Appeal Committee.
- ⁶ The club licensing body is in charge of the club licensing system within CIFA.
- ⁷ The independent committees fulfil their functions in accordance with these Statutes and applicable regulations. The independent committees are the Audit and Risk Committee, the Eligibility Committee and the judicial bodies.

⁸ The bodies shall be elected or appointed by CIFA itself without any undue external influence and in accordance with the procedures described in these Statutes.

⁹ Any member of any body of CIFA must withdraw from the debate and from taking a decision if there is any risk or possibility of a conflict of interest. In particular, members of the bodies shall always be aware of, and comply with, the relevant provisions of the CIFA Code of Ethics.

Article **23 Dismissal of a member of a body**

¹ The Congress may dismiss a member of a body. The Council may also dismiss a member of a body provisionally, with the exception of the members of the independent committees. The provisional dismissal approved by the Council shall be confirmed by the next Congress unless the Council has lifted it in the meantime. If the next Congress is of an elective nature, a dismissed member shall be allowed to be an elective candidate (provided that he fulfils the relevant eligibility criteria) on a conditional basis depending on the final decision of the Congress on his dismissal which shall be taken before the election.

² The motion for dismissal must be justified and shall be sent to the members of the Council and/or to the Members of CIFA along with the respective agenda.

³ The member of the body in question has the right to defend himself in front of the Council and/or the Congress.

⁴ The motion for dismissal shall be decided by means of secret ballot at the Council and/or the Congress. For the motion to be passed, a majority of two-thirds of the valid votes cast is required.

⁵ The member dismissed (provisionally or not) is relieved of his functions with immediate effect.

A. CONGRESS

Article **24 Definition and composition**

¹ The Congress is a meeting at which all of the Members regularly convene. It represents the supreme and legislative authority of CIFA. Only a Congress that is duly convened has the authority to make decisions. The Congress may be held in person or by videoconference.

² The Congress shall be constituted in accordance with the principles of representative democracy and shall take into account the importance of gender

equality in football, the interests of women's football and stakeholders' representation in football.

³ The Congress may be ordinary or extraordinary.

⁴ The President shall chair the Congress in compliance with these Statutes and the Standing Orders of the Congress.

⁵ The Council may appoint observers who take part in the Congress without the right to debate or to vote.

Article **25 Delegates and votes**

¹ The Congress is composed of the delegates from the Outer Island Football Associations and Club Associations located on the island of Rarotonga. The number of delegates is allocated as follows:

- a) for each Club Association, there shall be two delegates to represent it at the Congress;
- b) for each Outer Island Football Association, there shall be one delegate to represent it at the Congress.

² Delegates must belong to the Member that they represent and be appointed or elected by the appropriate body of that Member. They must also be able to produce evidence of this upon request by CIFA.

³ The names of the Delegates, including the one with the right to vote, shall be notified by the Member to the Eligibility Committee before voting takes place at the Congress.

⁴ Delegates present at the Congress shall be entitled to vote. There shall be one vote per Member. For the avoidance of doubt, the delegates representing a Club Association shall cast one vote. Delegates must attend Congress in person to cast their vote. Voting by proxy or by letter is not permitted.

⁵ The members of the Council and the General Secretariat shall take part in the Congress without voting rights. During their terms of office, members of the Council may not be appointed as delegates to the Congress.

⁶ The members of the Council may at their discretion invite any person or persons to the Congress to attend and participate in the Congress without voting rights.

The Congress has the following areas of authority:

- a) adopting or amending these Statutes and the Standing Orders of the Congress.
- b) appointing three delegates to check the minutes and approving the minutes of the last meeting.
- c) electing the President, the vice-president and members of the Council.
- d) electing the chairpersons, the deputy chairpersons and members of the independent committees (i.e. Audit and Compliance Committee, Eligibility Committee and judicial bodies), upon proposal of the Council.
- e) approving the annual audited financial statements, including the consolidated financial statements and the annual report.
- f) approving the budget.
- g) approving the activity report (containing the activities of CIFA since the last Congress).
- h) appointing the independent and external auditors upon proposal of the Council.
- i) fixing the membership subscriptions upon proposal of the Council.
- j) bestowing the title of honorary president or honorary member, upon proposal of the Council.
- k) admitting, suspending or expelling a Member.
- l) dismissing a member of a body of CIFA.
- m) dissolving CIFA and deciding upon the utilisation of its financial assets.
- n) consider and act on proposals submitted by a Member or the Council in accordance with these Statutes
- o) passing decisions at the request of a Member or passing any decision entrusted to the Congress in accordance with these Statutes.
- p) deciding on the Council members' and Judicial Bodies members' compensation upon the recommendation of the Audit and Risk Committee.
- q) deciding on the chairpersons of Standing Committees compensation upon the recommendation of the Council.
- r) approval of the Compensation Regulations for Senior Officials.

- s) fixing the membership subscriptions.

Article **27 Quorum**

¹ The quorum for the Congress shall be the Simple Majority of the Members who are entitled to vote. In the event a Congress is held in person and by means of audio and visual communication or by means of audio and visual communication only, the quorum for the Congress shall be the Simple Majority of the Member Delegates who are entitled to vote and/or can simultaneously hear each other throughout the Congress.

² If a quorum is not achieved, a second Congress shall take place within 24 hours [or another period defined by the CIFA Congress] with the same agenda.

³ A quorum is not required for the second meeting of the Congress unless any item on the agenda proposes the amendment of these Statutes, the election of the President, vice-president or members of the Council, the election of the chairpersons, deputy chairpersons or members of the respective committees, the dismissal of a member of a body, the suspension or expulsion of a Member or the dissolution of CIFA.

⁴ Once it is declared that the Congress has been convened and composed in accordance with these Statutes, the quorum shall not be influenced by delegates departing.

Article **28 Decisions**

¹ A decision that requires a vote shall be reached by a show of hands unless decided otherwise by the Congress. If a show of hands does not result in a clear majority in favour of a motion, the vote shall be taken by calling the roll in alphabetical order.

² Unless otherwise stipulated in these Statutes, a majority (more than 50%) of the valid votes cast is sufficient for a decision to be valid. Blank ballot papers, invalid votes or electronic votes manipulated in any way as well as abstentions shall be disregarded when calculating the majority.

Article **29 Elections**

¹ The Governance Regulations shall govern the elective process and elections. The Eligibility Committee shall supervise the elective Congress in accordance with the Governance Regulations. The powers and duties of the Eligibility Committee shall be defined in the Governance Regulations.

² Elections shall be conducted by secret ballot. However, if the number of candidates is equal to the number of vacant positions, the Congress may decide to proceed by acclamation.

³ The election for the positions within the Council shall take place by position. Every candidate in the election for the positions within the Council shall be proposed by at least one Member. Each Member shall support one candidate for each given position only. If a Member supports more than one candidate, none of its expressions of support shall be considered valid.

⁴ A majority (more than 50%) of the valid votes cast is necessary for the election of the President and vice-president of CIFA. If there are more than two candidates for the office of President or for the office of vice-president, whoever obtains the lowest number of votes is eliminated after each ballot until only two candidates are left.

⁵ For the election of the other members of the Council, the candidate(s) who receive(s) the most votes in respect of the free seat(s) shall be elected.

⁶ For the election of the chairpersons, deputy chairpersons and members of the independent committees (i.e. Audit and Risk Committee, Eligibility Committee and judicial bodies), the candidate(s) who receive(s) the most votes in respect of the free seat(s) shall be elected. These elections may be conducted en bloc. However, at the request of at least five delegates representing the Members, a separate vote for a specific candidate shall take place.

⁷ In case of a tied vote in any elections of any body, two new ballots shall be conducted in accordance with the procedure set forth in this article. If the tied vote remains, the relevant position shall remain vacant until a new elective Congress convenes to proceed with new elections according to these Statutes.

⁸ Blank ballot papers, invalid votes or electronic votes manipulated in any way as well as abstentions shall be disregarded when calculating the majority.

⁹ The Members shall be notified of the date and place of the relevant elective Congress at least 40 days in advance. Candidatures for any of the positions of the Council shall be sent to the general secretariat at least 30 days before the relevant elective Congress. The official list of candidates must be passed to the Members of CIFA at least 10 days before the Congress at which the Council shall be elected. The provisions of this paragraph shall also apply when elections take place during an Extraordinary Congress.

¹⁰ Candidatures for any of the positions of the independent committees (i.e. Audit and Risk Committee, Eligibility Committee and judicial bodies) must be sent to the

general secretariat at least 30 days before the relevant elective Congress. The official list of candidates must be passed to the Members of CIFA at least 10 days before the Congress at which the members in question shall be elected.

Article **30 Ordinary Congress**

¹ The Ordinary Congress shall be held every year.

² The Council shall fix the place and date. The Members shall be notified in writing at least 40 days in advance.

³ Any proposal that a Member wishes to submit to the Congress shall be sent to the general secretariat in writing, with a brief explanation, at least 30 days before the date of the Congress.

⁴ The formal convocation shall be made in writing at least 10 days before the date of the Congress. This convocation shall contain the agenda, the activity report, the financial statements, the independent and external auditors' report and any other relevant documents, including the official list of candidates (if relevant).

Article **31 Ordinary Congress agenda**

¹ The General Secretary shall draw up the agenda based on proposals from the Council and the Members.

² The Congress agenda shall include the following mandatory items (in chronological order):

- a) a declaration that the Congress has been convened and composed in compliance with these Statutes.
- b) approval of the agenda.
- c) an address by the President.
- d) appointment of Members to check the minutes.
- e) appointment of scrutineers.
- f) suspension or expulsion of Members (if applicable).
- g) approval of the minutes of the preceding Congress.
- h) activity report (containing the activities since the last Congress).
- i) presentation of the consolidated and revised balance sheet and the profit and loss statement, as well as the independent and external auditors' report.
- j) approval of the audited financial statements.

- k) approval of the budget.
- l) votes on proposals for amendments to these Statutes and the Standing Orders of the Congress (if applicable).
- m) discussion of proposals submitted by the Members and the Council in accordance with the procedure stipulated under art. 30 of these Statutes.
- n) appointment of the independent and external auditors (if applicable) upon proposal of the Council.
- o) dismissal of a member of a body of CIFA (if applicable).
- p) election of the President, vice-president and members of the Council (if applicable).
- q) elections of the members of the independent committees, i.e. the Audit and Risk Committee, Eligibility Committee and judicial bodies (if applicable), upon proposal of the Council.
- r) admission for membership (if applicable).

³ The Congress shall not take a decision on any point not included in the agenda.

⁴ The agenda of an Ordinary Congress may be altered, provided more than 50% of the delegates representing the Members present at the Congress and eligible to vote agree to such a motion.

Article **32 Extraordinary Congress**

¹ The Council may convene an Extraordinary Congress at any time.

² The Council shall convene an Extraordinary Congress if two thirds of the delegates representing the Members of CIFA make such a request in writing. The request shall specify the items to be included in the agenda. An Extraordinary Congress shall be held within 21 days of receipt of the request. If an Extraordinary Congress is not convened, the delegates representing the Members who requested it may convene the Congress themselves. In doing so, they shall inform all the Members of CIFA and the Council of the date and location of the Extraordinary Congress, along with the items to be included in the agenda in accordance with par. 3 below.

³ The Members shall be notified of the place, date and agenda at least 10 days before the date of an Extraordinary Congress. This convocation shall contain the agenda and any other relevant documents.

⁴ When an Extraordinary Congress is convened on the initiative of the Council, it must draw up the agenda. When it is convened upon the request of the Members, the agenda must contain the points raised by those Members.

⁵ The agenda of an Extraordinary Congress must not be altered.

Article **33 Amendments to the Statutes, and the Standing Orders of the Congress**

¹ The Congress is responsible for amending these Statutes, and the Standing Orders of the Congress

² Any proposals for an amendment to these Statutes, and the Standing Orders of the Congress must be submitted in writing with a brief explanation to the general secretariat by a Member or by the Council. A proposal submitted by delegates representing a Member is valid, provided it has been supported in writing by at least two other delegates representing the Members.

³ A proposal for an amendment to these Statutes, and to the Standing Orders of the Congress shall be adopted only if three-quarters of the delegates representing the Members present and eligible to vote agree to it.

⁴ CIFA shall inform FIFA and OFC of any amendments to its Statutes and Standing Orders.

Article **34 Minutes**

The General Secretary shall be responsible for recording the minutes at the Congress. The minutes shall be checked by those Members designated, and finally approved at the next Congress.

Article **35 Effective dates of decisions**

Decisions passed by the Congress shall come into effect immediately after the close of the Congress, unless otherwise stipulated in these Statutes or unless the Congress fixes another date for a decision to take effect.

B. COUNCIL

Article **36 Composition**

- ¹ The Council shall consist of eight members, as follows:
- a) 1 President.
 - b) 1 vice-president.
 - c) six members.

² The President, the vice-president and the other members of the Council shall be elected by the Congress in accordance with art. of these Statutes. The Eligibility Committee shall conduct due diligence of all members, prior to their election or re-election in accordance with the required Eligibility Criteria set out in the Governance Regulations.

³ The mandate of the President, vice-president and members of the Council shall be for four years. Their term of office shall follow the same electoral cycle. Their mandates shall immediately begin after the end of the Congress which has elected them and expire at the end of the Congress at which their successors are elected. No person may serve as President for more than three terms of office (whether consecutive or not). All other members (including the vice-president) of the Council may serve for no more than four terms of office (whether consecutive or not). Any partial term of office shall count as one full term.

⁴ A member of the Council may not at the same time be a member of an independent committee and may not be appointed/elected as a delegate representing a Member at the Congress.

⁵ If the President:

- a) is permanently prevented from performing their official function as determined by the Council;
- b) is absent from four (4) consecutive Council meetings without a legitimate reason;
- c) does not meet the Eligibility Criteria; or
- d) resigns or dies,

the Vice President shall deputise for the President. A replacement President will be elected for the remaining term of mandate at the next Ordinary Congress or Extraordinary Congress (if applicable).

⁶ If any other Council member, not being the President:

- a) is permanently prevented from performing their official function as determined by the Council;
- b) is absent from four (4) consecutive Council ordinary meetings without a legitimate reason;
- c) is no longer an executive member of their respective Club Association or Outer Island Football Association;
- d) does not meet the Eligibility Criteria; or
- e) resigns or dies,

the Council shall appoint a replacement, who will undergo an eligibility check to confirm he or she meets the Eligibility Criteria. The replacement must be confirmed at the next Congress.

Article **37 Meetings**

¹ The Council shall meet at least six times a year. The meetings of the Council may be held in person or by videoconference.

² The President shall convene the Council meetings. If a majority (more than 50%) of the Council members request a meeting, the President shall convene it so that the meeting is held within 14 days of the receipt of the request. If the President does not convene the requested meeting by the aforementioned deadline, the other members of the Council shall convene it themselves but must send the agenda to all members of the Council at least three days before the meeting in line with par. 3 below.

³ The general secretary shall compile and draft the agenda, in consultation with the President. Each member of the Council is entitled to propose items for inclusion in the agenda. The members of the Council must submit the items they wish to be included in the agenda for the meeting to the general secretariat at least seven days before the meeting. The agenda must be sent out to the members of the Council at least three days before the meeting.

⁴ The General Secretary shall take part in the meetings of the Council in a consultative role and without voting rights. If the General Secretary is unable to attend a meeting, he may nominate a representative to attend the meeting on his behalf.

⁵ The meetings of the Council shall not be held in public. The Council may, however, invite third parties to attend. Those third parties shall not have voting rights and may only express an opinion with the permission of the Council.

⁶ The President may also convene the Council on an urgent basis to deal with any matter requiring immediate settlement between two regular meetings of the Council. In such cases, the deadlines mentioned in par. 3 above may be either reduced or disregarded if the urgency so requires, and decisions may be passed through other modern means of written communication (e.g. emails, messaging apps).

The Council shall have the following powers:

- a) passing decisions on all cases that do not come within the sphere of responsibility of the Congress or are not reserved for other bodies by law or under these Statutes.
- b) preparing, with the assistance of the general secretariat, and convening the Ordinary and Extraordinary Congress.
- c) appointing the chairpersons, deputy chairpersons and members of the standing committees.
- d) deciding to set up ad hoc committees, if necessary, at any time.
- e) approving and issuing the regulations for the organisation of standing committees and ad hoc committees.
- f) appointing the General Secretary upon proposal of the President. The General Secretary may be dismissed by the Council without prior proposal of the President.
- g) proposing the independent and external auditors to the Congress.
- h) appointing replacements for vacancies in the independent committees until the next Congress.
- i) approving and issuing regulations governing the conditions of participation in and the staging of competitions organised by CIFA as well as regulations regarding a club licensing system governing the participation of clubs in the competitions of CIFA and OFC, in compliance with the minimum requirements of the club licensing system as set up by OFC and FIFA.
- j) appointing the coaches for the representative teams and other technical staff.
- k) approving and issuing CIFA's internal Regulations and Policies.
- l) ensuring that these Statutes are applied and adopting the executive arrangements required for their application.
- m) dismissing a member of a body, with the exception of the independent committees, or suspending a Member of CIFA provisionally until the next Congress.
- n) delegating tasks under its authority to other bodies.
- o) appointing observers who may take part in the Congress without the right to debate or to vote.

Article **39 Decisions**

¹ The Council shall not engage in valid debate unless a majority (more than 50%) of its members are present. Attendance by videoconference shall constitute presence.

² The Council shall reach decisions by a majority (more than 50%) of the valid votes cast. Voting by proxy or by letter is not permitted. When a meeting of the Council is held by videoconference, voting online is permitted.

³ Any member of the Council must withdraw from the debate and from taking a decision if there is any risk or possibility of a conflict of interests.

⁴ The decisions taken shall be recorded in the minutes.

⁵ The decisions taken by the Council shall come into effect immediately, unless the Council decides otherwise.

C. PRESIDENT

Article **40 President**

¹ The President is primarily responsible for:

- a) ensuring that the statutory objectives, mission, strategic direction, policies and values of CIFA are sustainably pursued and fostering a positive image of CIFA.
- b) implementing the decisions passed by the Congress and the Council through the general secretariat.
- c) ensuring the effective functioning of the bodies in order that they achieve the objectives described in these Statutes.
- d) supervising the work of the general secretariat.
- e) the relations between CIFA and its Members, FIFA, OFC, political bodies and other organisations.

² Only the President may propose to the Council the appointment of the General Secretary. The President may however also propose to the Council the dismissal of the General Secretary.

³ The President shall preside over the Congress and the Council meetings and those committees of which he has been appointed chairperson.

⁴ The President shall have a casting vote in the Council.

⁵ If the President is absent or unavailable, the vice-president shall deputise.

⁶ If the position of the President becomes vacant in the sense of art. 36.5 of these Statutes, the vice-president shall deputise until the next Congress. This Congress shall elect a new President for the remaining period of office.

⁷ Any additional powers of the President may be contained in CIFA's internal Regulations and Policies.

Article **41 Representation and signature**

The President represents CIFA generally. The Council may adopt special provisions in CIFA's internal Regulations and Policies regarding the joint signature of office holders.

D. GENERAL SECRETARIAT

Article **42 General secretariat**

The general secretariat is the executive, operational and administrative body and shall carry out the work of CIFA under the direction of the General Secretary. The members of the general secretariat are bound by CIFA's internal Regulations and Policies and shall fulfil the given tasks in good faith.

Article **43 General Secretary**

¹ The General Secretary is the chief executive officer of CIFA.

² The General Secretary shall be appointed by the Council upon the recommendation of the President. The General Secretary shall have the necessary professional qualifications and/or experience.

³ The General Secretary shall be responsible for:

- a) implementing decisions passed by the Congress and Council in compliance with the Council's directives.
- b) attending the Congress and meetings of the Council and the standing and ad hoc committees.
- c) organising the Congress and meetings of the Council and other bodies.
- d) compiling the minutes for the meetings of the Congress, Council and standing and ad hoc committees.

- e) managing and keeping the accounts.
- f) correspondence.
- g) the relations with the Members, committees, FIFA and OFC, under the direction of the President.
- h) organising the general secretariat.
- i) the appointment and dismissal of staff working in the general secretariat.
- j) providing the Eligibility Committee with logistic and operative support for the elections.

⁴ Any additional responsibilities and duties assigned to the General Secretary shall be stipulated in CIFA's internal Regulations and Policies.

⁵ The General Secretary shall not be a Congress delegate or a member of any other body.

E. STANDING COMMITTEES

Article 44 Standing committees

¹ The standing committees are:

- a) Organising Committee for CIFA Competitions.
- b) Technical and Development Committee.
- c) Referees Committee.
- d) Committee for Women's Football.
- e) Youth Football Committee.

² Chairpersons, deputy chairpersons and members of the standing committees may be members of the Council with the exception of those of the Referees Committee, who may not belong to the Council. The members of each standing committee shall be appointed by the Council upon proposal of the Members of CIFA or the President. The Council shall ensure appropriate female and stakeholders' representation on standing committees. The chairpersons, deputy chairpersons and the members of the standing committees shall be designated for a term of office of four years.

³ Each chairperson shall represent his standing committee and conduct business in compliance with the provisions of the relevant Regulations and Policies of CIFA approved by the Council.

⁴ Each chairperson shall fix the dates of meetings in collaboration with the General Secretary, ensure that all tasks are carried out and report back to the Council. Meetings may take place in person or by videoconference.

⁵ The Council and each standing committee, the latter with the approval of the Council, may, if necessary, set up a bureau and/or sub-committee to settle urgent matters. Any discussions and decisions of the bureau and/or sub-committee shall be reported to the relevant standing committee as soon as it is practicable to do so.

⁶ Each standing committee may propose to the Council amendments to the relevant provisions of CIFA's internal Regulations and Policies that concern its committee.

⁷ Standing committees are to be composed in such a way that the members, together, have the knowledge, abilities and specialist experience that is necessary for the due completion of their tasks and duties.

Article **45 Organising Committee for CIFA Competitions**

The Organising Committee for CIFA Competitions shall organise CIFA's competitions of association football, futsal and beach soccer at any level within CIFA in compliance with the provisions of these Statutes and the regulations applicable to CIFA's competitions. It shall consist of a chairperson, a deputy chairperson and up to five members.

Article **46 Technical and Development Committee**

The Technical and Development Committee shall primarily analyse the basic aspects of football training and technical development in football. It shall also be in charge of CIFA's development programmes, devising and proposing appropriate strategies, monitoring these strategies and analysing the support and programmes provided to the Members of CIFA and providing advice to the Council on technical and development matters in general. It shall consist of a chairperson, a deputy chairperson and up to three members.

Article **47 Referees Committee**

The Referees Committee shall implement the Laws of the Game as well as the Futsal Laws of the Game and the Beach Soccer Laws of the Game. It shall appoint the referees and assistant referees for matches in competitions organised by CIFA, organise refereeing matters within CIFA in collaboration with the administration and monitor the education and training of referees. It shall consist of a chairperson, a deputy chairperson and up to three members and if preferably members shall be ex-referees.

Article **48 Committee for Women's Football**

The Committee for Women's Football shall organise CIFA's women's football competitions and deal with all matters relating to women's football. It shall consist of a chairperson, a deputy chairperson and up to three members.

Article **49 Youth Football Committee**

The Youth Football Committee shall deal with all matters relating to amateur and grassroots within CIFA and its Members. It shall consist of a chairperson, a deputy chairperson and up to three members.

Article **50 Ad hoc committees**

The Council may, if necessary, create ad hoc committees for special duties and a limited period of time. The Council shall appoint a chairperson, a deputy chairperson and the appropriate number of members. The duties and function of ad hoc committees are defined in special regulations approved by the Council. An ad hoc committee shall report directly to the Council.

F. CLUB LICENSING BODY

Article **51 Club licensing body**

¹ The club licensing body shall be in charge of the club licensing system within CIFA in accordance with the Club Licensing Regulations of CIFA and OFC.

² Decisions passed by the Club licensing body can be appealed before the Appeal Committee of CIFA.

V. INDEPENDENT COMMITTEES

Article **52 Institutional independence**

¹ The independent committees as well as their individual members shall conduct their activities and perform their duties entirely independently but always in the interests of CIFA and in accordance with its Statutes and regulations.

² The chairpersons, deputy chairpersons and members of the independent committees (i.e. the Audit and Risk Committee, the Eligibility Committee as well as the judicial bodies) shall be elected by the Congress upon proposal of the Council and may only be relieved of their duties by the Congress. They shall not be members of any other body of CIFA.

³ The mandate of all members of the independent committees shall last for four years. They may be re-elected.

⁴ The chairpersons, vice-chairpersons and members of the Audit and Risk Committee, the Eligibility Committee as well as the chairpersons and vice-chairpersons of the judicial bodies shall comply with the independence criteria as defined in par. 5 below.

⁵ The persons mentioned in par. 4 above as well as any of their immediate family members may not exercise or have exercised during the four years preceding their initial terms any executive function at CIFA, one of CIFA's Members, a league or a club (including any of their affiliated companies/organisations), nor have or have had in the four years preceding their initial term any material business relationship with CIFA, one of CIFA's Members, a league or a club (including any of their affiliated companies/organisations). "Immediate family member" shall mean, with respect to a person, such person's spouse or domestic partner, siblings, parents, grandparents, uncles, aunts, children (including any stepchild or adopted child), grandchildren, son-, daughter-, father- or mother-in-law, and including anyone else, whether by blood or otherwise, with whom the individual has a relationship akin to a family relationship for which such person provides financial support.

Article **53 Audit and Risk Committee**

¹ The Audit and Risk Committee shall consist of a chairperson, a deputy chairperson and one member. Its members shall be knowledgeable and experienced in financial and/or regulatory and legal matters and may not be involved in any decision affecting the operations of CIFA.

² The Audit and Risk Committee shall advise, assist and oversee the Council in monitoring CIFA's financial and compliance matters, set up compliance mechanisms and monitor compliance with the relevant regulations of CIFA. It shall also supervise the general secretariat in financial and compliance issues. The Audit and Risk Committee shall ensure the completeness and reliability of the financial accounting and review the consolidated financial statements and the independent and external auditor's report. It shall work closely with the independent and external auditors as well as shall report the findings to the Council. The Audit and Risk Committee shall furthermore monitor CIFA's financial and compliance matters and suggest to the appropriate bodies any action that it deems necessary as a result of such monitoring.

³ The Audit and Risk Committee shall, with the assistance of the general secretariat, implement a compliance programme within CIFA.

⁴ Details on the Audit and Risk Committee's responsibilities, its internal cooperation and other procedural matters are stipulated in CIFA's internal Regulations and Policies.

⁵ If the chairperson, the deputy chairperson or the member of the Audit and Risk Committee permanently ceases to perform his official function during his term of office, the Council shall appoint a replacement to serve until the next Congress.

Article **54 Eligibility Committee**

¹ The Eligibility Committee shall have the following duties and powers:

- a) conducts the eligibility check on the candidates and nominees running for office to determine if they are eligible to hold office by meeting the Eligibility Criteria and the Independence Criteria (where applicable), and that they hold any necessary qualifications as set out in these Statutes.
- b) conducts the eligibility check on the new presidents of Members and applicants for position of the General Secretary
- c) monitor if any office holder fails to meet the Eligibility Criteria and the Independence Criteria (where applicable) during their term, and to decide on their eligibility.
- d) give notice terminating their membership of the Council, Audit and Risk Committee or Judicial Bodies if the office holder does not meet the Eligibility Criteria and the Independence Criteria (where applicable). Such termination must however be confirmed by the CIFA Congress.
- e) organise and supervise the election process in accordance with the provisions of this Statute and the Governance Regulations.

² The Eligibility Committee shall consist of a minimum of three (3) and maximum of five (5) Independent members elected by the Congress or, in the event of a vacancy appointed by the Council until the next Congress.

³ The members of the Eligibility Committee shall elect their own chairperson and deputy chairperson.

⁴ Members of the Eligibility Committee shall hold relevant legal and/or compliance qualifications and be experienced in regulatory and legal matters.

⁵ The quorum for the Eligibility Committee shall be three (3).

⁶ The elected member's term of office shall expire on the date of the Ordinary Congress in the fourth year after the members election. A member may be elected only for one (1) further term of four (4) years (which need not be consecutive). The term of office of appointed members shall be until the date of the next ordinary

Congress after their appointment. Appointed members shall be eligible for election.

⁷ If an Eligibility Committee member:

- a) is permanently prevented from performing their function as a committee member as determined by the chairperson of the Eligibility Committee, or in the case of the chairperson, the deputy chairperson.
- b) does not meet the Eligibility Criteria.
- c) is not Independent; or
- d) resigns or dies,

the Council shall fill that position until the next Ordinary Congress, when a replacement will be elected.

⁸ Each Member is entitled to submit up to two (2) candidates for the Eligibility Committee and must be proposed to the General Secretariat no less than 30 days before the start of the Congress at which an election shall take place.

⁹ The members of the Eligibility Committee shall not belong to any other body of CIFA at the same time.

Article **55 Judicial bodies**

¹ The judicial bodies are:

- a) the Disciplinary and Ethics Committee
- b) the Appeal Committee.

² The judicial bodies are to be composed in such a way that the members, together, have the knowledge, abilities and specialist experience that is necessary for the due completion of their tasks and duties. The chairpersons and deputy chairpersons of the judicial bodies shall be qualified to practise law.

³ If the chairperson, the deputy chairperson or a member of a judicial body permanently ceases to perform his official function during his term of office, the Council shall appoint a replacement to serve until the next Congress, in which the Congress shall appoint a new member of the respective judicial body for the remaining period.

⁴ The responsibilities and function of the judicial bodies shall be stipulated in these Statutes, the Disciplinary Code and Code of Ethics.

Article 56 Disciplinary and Ethics Committee

¹ The functions, responsibilities and composition of the Disciplinary and Ethics Committee shall be governed by these Statutes, the Disciplinary Code and Code of Ethics.

² The Disciplinary and Ethics Committee may pronounce the sanctions described in these Statutes and the Disciplinary Code and Code of Ethics on Members, officials, players, clubs, licensed match agents and intermediaries.

³ These provisions do not affect the powers of the Congress and the Council with regard to the suspension and expulsion of Members.

Article 57 Appeal Committee

¹ The function, responsibilities and composition of the Appeal Committee shall be governed by the CIFA Disciplinary Code.

² The Appeal Committee is responsible for hearing appeals against decisions from the Disciplinary and Ethics Committee and the Eligibility Committee that are not declared final by the relevant regulations of CIFA.

³ Decisions pronounced by the Appeal Committee may only be referred to CAS in accordance with the provisions in these Statutes.

VI. DISCIPLINARY MEASURES

Article 58 Disciplinary measures

The disciplinary measures are primarily:

¹ for natural and legal persons:

- a) a warning.
- b) a reprimand.
- c) a fine.
- d) the return of awards.

² for natural persons:

- a) a warning.
- b) an expulsion.
- c) a match suspension.
- d) a ban from the dressing rooms and/or the substitutes' bench.

- e) a ban from entering a stadium.
- f) a ban on taking part in any football-related activity.
- g) social work.
- h) compliance training.

³ for legal persons:

- a) a transfer ban.
- b) playing a match without spectators.
- c) playing a match on neutral territory.
- d) a ban on playing in a particular stadium.
- e) annulment of the result of the match.
- f) expulsion from a competition.
- g) a forfeit.
- h) deduction of points.
- i) relegation to a lower division.
- j) replaying a match.

VII. ARBITRATION

Article 59 Arbitration

¹ Disputes within CIFA or disputes affecting Members of CIFA, leagues, members of leagues, clubs, members of clubs, players and officials may only be referred in the last instance (i.e. after exhaustion of all internal channels within CIFA) to CAS, which shall settle the dispute definitively to the exclusion of any ordinary court, unless expressly prohibited by the legislation in Cook Islands.

² Disputes of international dimension arising from or related to the Statutes, regulations, directives and decisions of FIFA or OFC may only be submitted in the last instance to CAS as specified in the Statutes of FIFA and of OFC.

Article 60 Jurisdiction

¹ CIFA shall have jurisdiction on internal national disputes, i.e. disputes between parties belonging or affiliated to CIFA.

² FIFA and/or OFC shall have jurisdiction on international disputes, i.e. disputes between parties belonging to different associations and/or confederations, in accordance with the relevant regulations.

³ CIFA shall ensure its full compliance and that of all those subject to its jurisdiction with any final decision passed by a FIFA body, an OFC body, or CAS.

VIII. FINANCE

Article **61 Financial period**

¹ The financial period of CIFA shall be one year and shall begin on 1 January and end on 31 December.

² The revenue and expenses of CIFA shall be managed so that they balance out over the financial period. The major duties of CIFA in the future shall be guaranteed through the creation of reserves.

³ The General Secretary is responsible for drawing up the annual consolidated accounts of CIFA with its subsidiaries as of 31 December.

Article **62 Revenue**

The revenue of CIFA comprises:

- a) Members' annual subscriptions.
 - b) receipts generated by the marketing of rights to which CIFA is entitled.
 - c) fines imposed by the authorised bodies.
 - d) other subscriptions and receipts in keeping with the objectives pursued by CIFA.
 - e) donations.
 - f) any other revenue related to football activities.
 - g) funding from FIFA and OFC.
-

Article **63 Expenses**

CIFA shall bear:

- a) the expenses stipulated in the budget.
 - b) other expenses approved by the Congress and expenses that the Council is entitled to incur within the scope of its authority.
 - c) all other expenses in keeping with the objectives pursued by CIFA.
-

Article **64 Independent and external auditors**

The independent and external auditors appointed by the Congress shall audit on a yearly basis the accounts approved by the Council in accordance with the appropriate principles of accounting and present a report to the Congress. The independent and external auditors shall be appointed for a period of four years. Their mandate may be renewed.

Article **65 Membership subscriptions**

¹ Membership subscriptions are due on 31 March of each year. The annual subscription for new Members for the year in question shall be paid within 30 days of the close of the Congress at which they are admitted.

² The Congress shall fix the amount of the annual subscription every year on the recommendation of the Council. It shall be the same for every Member and amount to no more than \$100.00.

Article **66 Settlement**

CIFA may debit any Member's assets and accounts to settle claims.

Article **67 Levies**

CIFA may demand that a levy be paid by its Members for matches.

Article **68 Publication of financial data**

¹ CIFA shall publish on its official website the financial documents referred to under art. 76 of these Statutes once the relevant items have been approved by the Congress.

² The remuneration of the members of the Council (including its President), the General Secretary and the members of the independent committees shall also be made publicly available (e.g. through the official website of CIFA) on a regular basis.

IX. COMPETITIONS AND RIGHTS IN COMPETITIONS AND EVENTS

Article **69 Competitions**

¹ CIFA shall organise and coordinate the official competitions held within its territory that have been approved by the Council.

² The Council may issue special regulations to this end.

Article **70 Rights**

¹ CIFA is the original owner of all of the rights emanating from competitions and other events coming under its jurisdiction, without any restrictions as to content, time and place. These rights include, among others, every kind of financial rights, audiovisual and radio recording, reproduction and broadcasting rights, multimedia rights, marketing and promotional rights and incorporeal rights such as emblems and rights arising under copyright law.

² The Council shall decide how and to what extent these rights are utilised and shall draw up special regulations to this end. CIFA shall ensure that the sale of such rights is carried out in a transparent manner and in compliance with the Statutes and regulations of CIFA as well as mandatory national laws.

Article **71 Authorisation to distribute.**

¹ CIFA and its Members are exclusively responsible for authorising the distribution of image and sound and other data carriers of football matches and events coming under their respective jurisdiction, without any restrictions.

² The Council shall issue special regulations to this end.

X. INTERNATIONAL MATCHES AND COMPETITIONS

Article **72 International matches and competitions**

¹ The authority for organising international matches and competitions between representative teams and between leagues, club teams and/or scratch teams lies solely with FIFA, the confederation(s) and/or the association(s) concerned. No such match or competition shall take place without the prior permission of FIFA, the confederation(s) and/or the association(s) concerned in accordance with the FIFA Regulations Governing International Matches.

² CIFA is bound by the international match calendar compiled by FIFA.

Article **73 Contacts**

CIFA, its Members, players, officials, licensed match agents and intermediaries may not play matches or make sporting contacts with associations that are not members of FIFA or provisional members of a confederation without the approval of FIFA.

Article **74 Approval**

¹ Clubs, leagues or any other group of clubs that are affiliated to CIFA may only join another association with the authorisation of CIFA, the other association, the respective confederation(s) and FIFA.

² Clubs, leagues or any other group of clubs that are affiliated to CIFA cannot participate in competitions on the territory of another association without the authorisation of CIFA, the other association, FIFA and the respective confederation(s) according to the FIFA Regulations Governing International Matches.

XI. FINAL PROVISIONS

Article **75 Unforeseen contingencies and force majeure**

The Council shall have the power to decide on all cases of force majeure and on all matters not provided for in these Statutes; such decisions shall take into account the relevant regulations of FIFA and of OFC, as well as any applicable mandatory laws.

Article **76 Publication of corporate documents**

CIFA shall make available on its official website the following documents and information:

- a) CIFA Statutes and the Standing Orders of the Congress
- b) CIFA Disciplinary Code
- c) CIFA Code of Ethics
- d) CIFA Governance Regulations
- e) CIFA Code of Conduct
- f) CIFA Competition Regulations
- g) CIFA Club Licensing Regulations
- h) CIFA's internal Regulations and Policies
- i) Regulations relating to Standing Committees and/or Ad hoc Committees (if any)
- j) Agenda and Minutes for Congress Meetings
- k) Circular letters

Article **77 Dissolution**

¹ Any decision relating to the dissolution of CIFA requires a majority of two thirds of all of the Members of CIFA, which must be obtained at a Congress specially convened for the purpose.

² If CIFA is disbanded, its assets shall be entrusted to an appropriate authority within the Cook Islands. It shall hold these assets as a trustee in accordance with the relevant professional duties until CIFA is re-established or a future equivalent is established.

Article **78 Enforcement**

These Statutes were adopted at the Extraordinary Congress in Rarotonga, Cook Islands on 18th April 2024 and come into force on 19th April 2024. The former Constitution of CIFA is hereby repealed.

Article **79 Transitional provisions**

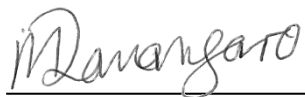
¹ Upon the adoption of these Statutes, the incumbent members of the Executive Committee will automatically assume the role of the Council. The Executive Committee will be the first serving members of the Council for the transitional period; their mandates on the Council will last until the election of the Council proper by Congress, in accordance with the relevant provisions of these Statutes.

² The term limits set forth in Art. 36 of these Statutes shall only apply as from the elections of the member of the Council which shall take place following the adoption of these Statutes.

³ Within 12 months upon the adoption of these Statutes, the Congress shall elect the relevant members of the independent committees as defined under Art. 52 to 57 of the Statutes that are not already in office. Within this same period, the Congress shall also dismiss the relevant members of the independent committees that do not comply with the independence criteria mentioned under Art. 52 par. 5 of these Statutes and elect the relevant number of members to fill the positions.

At Rarotonga, Cook Islands this 18th day of April 2024

For CIFA

A handwritten signature in black ink, appearing to read 'Moeroa Tamangaro', written over a horizontal line.

Moeroa Tamangaro
Acting President

A handwritten signature in blue ink, appearing to read 'Allen Parker', written over a horizontal line.

Allen Parker
General Secretary

ANNEXE A – STANDING ORDERS OF THE CONGRESS

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DEFINITIONS

Whenever relevant, the terminology used in these Standing Orders shall refer to the terms defined in the Definitions section of the Statutes of CIFA.

NB: Terms referring to natural persons are applicable to both genders. Any term in the singular applies to the plural and vice-versa.

Article **1 Representation and participation in the Congress**

¹ Members of CIFA shall be represented at the Congress by the delegates as mentioned under art. 25 of the CIFA Statutes.

² The names of the delegates shall be submitted to the general secretariat seven (7) days before the opening of the Congress.

³ CIFA shall bear the costs of travel and accommodation for the delegates of the Members taking part in the Congress. The Council shall issue appropriate directives in this connection.

Article **2 Chairperson**

¹ The President of CIFA shall chair the Congress. If the President is unable to attend, the vice-president shall deputise and in case of his absence, the longest-serving Council member.

² The chairperson shall ensure that the Congress is conducted in strict compliance with these Standing Orders, open and close the Congress and debates, and, unless the Congress decides otherwise, grant delegates permission to speak and conduct all discussions.

³ The chairperson shall be responsible for maintaining order during debates. He may take the following action against any delegate who disturbs the debates:

- a) a call to order.
- b) a reprimand.
- c) exclusion from the Congress.

⁴ If an appeal is made against such action, the Congress shall decide immediately without debate.

Article **3 Scrutineers**

At the beginning of the meeting, the Congress shall appoint an adequate number of scrutineers to count the votes and to assist the General Secretary in distributing and counting voting papers issued for the elections.

Article 4 Debates

¹ Debates on each item on the agenda shall be preceded by a short report or introduction:

- a) by the chairperson or a member of the Council designated for this purpose.
- b) by a representative of the committee designated by the Council to give such a report or introduction.
- c) by a delegate of the Member that requested the item to be included in the agenda.

² The chairperson then opens the debate.

Article 5 Speakers

¹ Permission to speak is granted in the order in which it is requested. A speaker may not begin speaking until he has obtained permission to do so.

² A speaker may not speak for a second time on the same item until all other delegates who have requested permission to speak have spoken.

³ The chairperson may set a time limit for speakers.

Article 6 Proposals during the Congress

¹ All proposals submitted during the Congress shall be made in writing. Proposals which are not relevant to the subject under discussion shall not be admitted to the debate.

² Any amendment to such initial proposals shall be drawn up in writing and passed to the chairperson before being put to the debate.

Article 7 Procedural motions and closing of debates.

¹ If a procedural motion is made, discussion on the main question shall be suspended until a vote has been taken on the motion.

² If a motion is made to close the discussion, it shall immediately be put to the vote without debate. If the motion is approved, permission to speak shall only be granted to those Members who asked to speak before the vote was taken.

³ The chairperson shall close the discussion unless the Congress decides otherwise by a majority (more than 50%) of the valid votes cast.

Article **8 Votes**

¹ A decision that requires a vote shall be reached by a show of hands, unless decided otherwise by the Congress.

² Before each vote, the chairperson, or the person designated by him, shall read the text of the proposal aloud and explain the voting procedure (quorum) to the Congress. If an objection is raised, the Congress shall decide immediately.

³ Votes may be taken by roll call if requested by at least five delegates representing the Members present and eligible to vote.

⁴ No one shall be compelled to vote.

⁵ Proposals made during the Congress shall be put to the vote in the order in which they are submitted. If there are more than two main proposals, they shall be put to the vote in succession and the delegates may not vote for more than one of the proposals.

⁶ Alterations to amendments shall be put to the vote before the amendments proper, and amendments before the main proposal.

⁷ Proposals without a vote against are regarded as having been accepted by the Congress.

⁸ The chairperson shall check the result of the vote and announce it to the Congress.

⁹ No one is permitted to speak during the vote and until after the result has been announced.

Article **9 Elections**

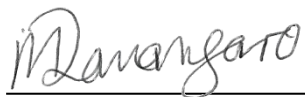
Elections and the electoral process within CIFA shall be conducted according to the relevant provisions of the Statutes and the Governance Regulations.

Article **10 Enforcement**

These Standing Orders were adopted at the Extraordinary Congress in Rarotonga, Cook Islands on the 18th April 2024 and come into force on 19th April 2024.

At Rarotonga, Cook Islands this 18th day of April 2024

For CIFA

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Moeroa Tamangaro
Acting President

A handwritten signature in blue ink, appearing to read 'Allen Parker', written in a cursive style.

Allen Parker
General Secretary