



Draft OFC Statutes
(edition July 2021)

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OFC Statutes (Edition July 2021)

Regulations Governing the Application of the Statutes

Standing Orders of the Congress

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OCEANIA FOOTBALL CONFEDERATION INCORPORATED STATUTES

DEFINITIONS

In interpreting these Statutes, Regulations Governing the Application of the Statutes and Standing Orders of the Congress, capitalised terms shall have the following meaning:

1. "**Ad Hoc Committee**" means any committee formed by the Executive Committee for special duties and for a limited period of time;
2. "**Association**" means a Football Association recognised as such by FIFA. It is a member of FIFA, unless a different meaning is evident from the context;
3. "**Association Football**" means the game controlled by FIFA and organised by FIFA, the Confederations and/or Member Associations in accordance with the Laws of the Game;
4. "**Associate Member**" means a Football Association within the Oceania Region, which is not a member of FIFA, and whose associate membership has been approved by the Executive Committee and that has not been expelled;
5. "**Auditor**" means any independent professional services firm appointed by Congress to audit the financial statements of OFC;
6. "**CAS**" means the Court of Arbitration for Sport based in Lausanne (Switzerland);
7. "**Club**" means a Football club that is either member of a Member Association, or member of a district or regional association that is member of a Member Association or a member of a League recognised by a Member Association that enters at least one team in a competition;
8. "**Committee**" means any committee of OFC as constituted in accordance with the Statutes.
9. "**Confederation**" means a group of Associations recognised by FIFA, unless a different meaning is evident from the context, that belong to the same continent (or similar geographic region);
10. "**Congress**" means the meeting at which all Member Associations of OFC convene (includes Ordinary Congress or Extraordinary Congress), and it is the supreme and legislative body of OFC;
11. "**Delegate**" means a natural person duly empowered by their Member Association to represent it at a Congress;
12. "**Eligibility Criteria**" means the eligibility criteria set out in the Governance Regulations;
13. "**Executive Committee**" means the executive body of OFC;
14. "**FIFA**" means the Fédération Internationale de Football Association;
15. "**FIFA Council**" means the strategic and oversight body of FIFA;

16. "**FIFA Statutes**" means the statutes adopted by FIFA and in force, and includes the Regulations Governing the Application of the Statutes and the Standing Orders of the FIFA Congress;
17. "**Football**" means as the context requires, Association Football, futsal and beach soccer;
18. "**Football Association**" means the controlling body for Association Football within a country or territory recognised by OFC;
19. "**General Secretariat**" means the administrative body of OFC;
20. "**General Secretary**" means the chief executive of OFC;
21. "**Governance Regulations**" means the current governance regulations approved by the Executive Committee;
22. "**IFAB**" means The International Football Association Board;
23. "**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;
24. "**Independent**" means a person who meets the Independence Criteria;
25. "**Independence Criteria**" means the independence criteria set out in the Governance Regulations;
26. "**Judicial Bodies**" means the OFC judicial bodies being the Disciplinary and Ethics Committee and the Appeal Committee;
27. "**Laws of the Game**" means the Laws of the Game issued by the IFAB;
28. "**League**" means "a professional league and/or amateur league which consists of a combination of clubs within the territory of a Football Association and which is subordinate to and under the authority of that Football Association";
29. "**Member Association**" means an Ordinary Member or an Associate Member;
30. "**National Association**" means the controlling body for Association Football within the country or territory concerned;
31. "**Oceania Region**" means the region for which OFC is responsible to FIFA and includes generally the nations and territories of the Pacific and adjacent seas and such other nations and territories as may be determined from time to time;
32. "**OFC**" means Oceania Football Confederation Incorporated;
33. "**Officials**" means all office bearers and members of various Committees, managers, coaches, trainers, match officials, medical officials, staff and any other person responsible for technical, medical and administrative matters in the OFC, Football Associations, Leagues or Clubs as well as other persons obliged to comply with the OFC Statutes (except Players and Intermediaries);

34. "**Official Competition**" means a competition for representative teams organised by OFC;
35. "**Ordinary Member**" means a Football Association that has been admitted into full membership of the OFC at a Congress and that has not been expelled;
36. "**Player**" means a professional or amateur football player registered with a Football Association;
37. "**President**" means the president of OFC elected by a Congress or appointed pursuant to these Statutes;
38. "**Regulations**" means without limitation, the rules, regulations, codes, instructions and directives as promulgated by the Executive Committee;
39. "**Simple Majority**" means more than fifty percent (50%);
40. "**Stakeholder**" means a person, entity or organisation which is not a Member Association and/or body of OFC or FIFA but has an interest or concern in OFC's activities, which may affect or be affected by OFC's actions, objectives and policies, in particular Clubs, players, coaches and professional leagues; and
41. "**Statutes, Regulations Governing the Application of the Statutes and Standing Orders of the Congress**" means rules and regulations promulgated by the Congress;
42. "**Standing Committees**" means the Audit and Risk Committee, and the Eligibility Committee as constituted in accordance with the Statutes.

INTERPRETATION

Terms referring to natural persons are applicable to all genders.

Any term in the singular applies to the plural and vice-versa.

I. GENERAL PROVISIONS

Article 1: TITLE, LEGAL FORM, HEADQUARTERS AND LOGO

1. The organisation shall be called the "Oceania Football Confederation Incorporated" or "OFC".
2. The Oceania Football Confederation Incorporated is an incorporated society entered in the Register of Incorporated Societies in New Zealand pursuant to the Incorporated Societies Act 1908 of New Zealand and is subject to the laws of New Zealand.
3. OFC is a Confederation recognised by FIFA.
4. The headquarters of OFC shall be in Auckland, New Zealand, and may only be transferred by a resolution of the Congress.
5. The logo of OFC is the exclusive property of OFC. Authorisation for its use for any purpose other than OFC's regular business should be obtained from OFC.
6. The common seal shall be witnessed by either the President, General Secretary or any of the Vice Presidents.

Article 2: OFFICIAL LANGUAGES

1. English and French are the official languages of OFC. English is the official language for minutes, official correspondence and announcements.
2. English and French are the official languages at the Congress. Qualified interpreters shall translate into these languages. Delegates may speak in any other language if the Delegate ensures interpretation into one of the official Congress languages by a qualified interpreter.

Article 3: OBJECTIVES

1. The objectives of OFC are:
 - a. to improve the game of Football constantly and promote, regulate and control it throughout the Oceania Region in the light of its fair play and its unifying, educational, cultural and humanitarian values, particularly through youth and development programmes;
 - b. to foster friendly relationships between and amongst Football Associations, Confederations, FIFA and other organisations;
 - c. to control all types of Football, ensure compliance and prevent infringements of the Statutes, codes, rules, regulations, Standing Orders, directives and decisions of FIFA, OFC and the Laws of the Game;
 - d. to institute strong measures and campaigns against bribery, corruption, drugs and racism in Football;
 - e. to settle disputes between and amongst Players, Officials, Clubs, Member Associations, OFC and other organisations;
 - f. to organise and manage the organisation of Football competitions within the Oceania Region;

- g.** to purchase, hold or otherwise acquire any real property or equipment, or any interest in the same, respectively, which shall be for the benefit of OFC or which will assist in the promotion of any of the objectives of OFC;
- h.** to ensure that its representatives in FIFA actively represent the collective views of OFC and do so in the interest of the Oceania Region;
- i.** to promote and provide social responsibility activities through Football which shall be beneficial to OFC, the Member Associations and worldwide, and shall not benefit a particular individual;
- j.** to use its efforts to ensure that the game of Football is available to and resourced for all who wish to participate, regardless of gender or age, and to protect the interests of its Member Associations;
- k.** to draw up regulations and provisions governing the game of Football and all related matters and ensure their enforcement;
- l.** 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 Member Associations or give rise to the abuse of Football;
- m.** to promote and strengthen good governance principles and practices at Member Association level and encourage all Member Associations to adopt their own good governance principles and best practices;
- n.** to promote the development of women's Football and the full participation of women at all levels, including in football and technical roles; and
- o.** to disseminate information on OFC activities.

Article 4: HUMAN RIGHTS, NEUTRALITY AND NON-DISCRIMINATION

- 1.** OFC is committed to respecting all human rights contained in the United Nations Declaration of Human Rights and shall strive to promote the protection of these rights.
- 2.** OFC is neutral in matters of politics and religion. The Member Associations shall also be neutral in matters of politics and religion and shall ensure that their own members remain neutral.
- 3.** 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 sexual orientation is strictly prohibited and punishable by suspension or expulsion.
- 4.** OFC shall remain independent and shall avoid any form of undue political interference. OFC shall manage its affairs independently and with no influence from third parties.

Article 5: PROMOTING FRIENDLY RELATIONS

- 1.** OFC shall promote friendly relations between its Member Associations, 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.

Article 6: CONDUCT OF PERSONS AND ORGANISATIONS

- 1.** Every person and organisation directly or indirectly bound by these Statutes must observe these Statutes and any regulations, directives, and decisions of OFC.
- 2.** Every person and organisation directly or indirectly bound by these Statutes is obliged to observe the Statutes and regulations of FIFA as well as the principles of fair play.

Article 7: LAWS OF THE GAME

- 1.** OFC and Member Associations shall organise and/or play:
 - a.** 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;
 - b.** Futsal in accordance with the Futsal Laws of the Game as issued by FIFA; and
 - c.** Beach Soccer in accordance with the Beach Soccer Laws of the Game as issued by FIFA.

II. MEMBERSHIP

Article 8: ADMISSION

- 1.** The Ordinary Members of OFC are the following:
 - a.** Football Federation American Samoa;
 - b.** Cook Islands Football Association;
 - c.** Fiji Football Association;
 - d.** Fédération Calédonienne de Football;
 - e.** New Zealand Football;
 - f.** Papua New Guinea Football (Soccer) Association;
 - g.** Football Federation Samoa;
 - h.** Solomon Islands Football Federation;
 - i.** Fédération Tahitienne de Football;
 - j.** Tonga Football Association; and
 - k.** Vanuatu Football Federation.

- 2.** The Congress, upon recommendation of the Executive Committee, shall decide whether to admit, suspend or expel an Ordinary Member except where the authority is given to the Executive Committee in accordance with these Statutes.
- 3.** The Executive Committee shall decide whether to admit, suspend or expel an Associate Member.
- 4.** Any Football Association which is responsible for governing and supervising football in all its forms in its country or territory may become a Member Association.
- 5.** The Member Associations shall be geographically located in the Oceania Region. However, a Football Association that is situated in another continent may be admitted to membership if it is not a member of any other Confederation. Such an admission must be in accordance with the FIFA Statutes.
- 6.** An association in a region which has not yet gained independence may, with the authorisation of the Association in the country on which it is dependent, also apply for admission to OFC.
- 7.** Only one (1) Football Association shall be recognised by OFC in each country or territory.
- 8.** Membership shall be "Ordinary" or "Associate":
 - a.** "Ordinary Membership" may be granted by the Congress to a Football Association; and
 - b.** "Associate Membership" may be granted by the Executive Committee to any new applicant Football Association.
- 9.** "Ordinary" members shall be entitled to all the rights and obligations of a Member Association as set out in these Statutes.
- 10.** "Associate" members shall be entitled to all the rights and obligations of a Member Association as set out in these Statutes except:
 - a.** the right to vote at the Congress or the Extraordinary Congress; and
 - b.** the right of their officials to hold any OFC office.
- 11.** The new Member Association shall acquire membership rights and duties as soon as it has been admitted by OFC. Ordinary Member's Delegates are eligible to vote at the next Congress with immediate effect.
- 12.** Membership is terminated by resignation or expulsion. Loss of membership does not relieve the Member Association from its due financial obligations towards OFC or other Member Associations but leads to cancellation of all rights in relation to OFC.

Article 9: RIGHTS OF MEMBER ASSOCIATIONS

- 1.** The Ordinary Members have the following rights:
 - a.** to take part in the Congress, to know its agenda in advance, to be called to the Congress within the prescribed time and to exercise their voting and speaking rights;
 - b.** to draw up proposals for inclusion in the agenda of the Congress;
 - c.** to be informed of the affairs of OFC through the official bodies of OFC;
 - d.** to take part in OFC Official Competitions, through their representative teams and clubs and/or other activities or programmes organised by OFC and on terms of the applicable Official Competition Regulations;
 - e.** to benefit from the rights and privileges granted to them by these Statutes and applicable Regulations;
 - f.** to nominate candidates for election at the Congress;
 - g.** to take part in OFC's assistance and development programmes; as approved by the Executive Committee; and
 - h.** to exercise all other rights arising out of these Statutes or those recognised by the regulations, directives and decisions of OFC.
- 2.** The Associate Members shall have the rights:
 - a.** to take part in the Congress and to exercise their right to speak but not to vote;
 - b.** to take part in the Official Competitions, if allowed, on the terms of the applicable Official Competition regulations; and
 - c.** to take part in some OFC assistance and development programmes as approved by the Executive Committee.

Article 10: OBLIGATIONS OF MEMBER ASSOCIATIONS

- 1.** Every Member Association has the following obligations:
 - a.** to comply fully with the Statutes, Regulations, directives and decisions of OFC and FIFA, and decisions of CAS at all times and to ensure that these are also respected by its members;
 - b.** for Ordinary Members only, to take part in Official Competitions organised by OFC on the terms of the applicable Official Competition Regulations;
 - c.** to pay their membership subscriptions;
 - d.** to adopt a statutory clause ensuring the election of its decision-making bodies at least every four (4) years) and that their bodies are either elected or appointed according to a procedure that guarantees the complete independence of the election or appointment;

- e.** to adopt a statutory clause ensuring that their elected president serve no more than three (3) full terms of office (whether consecutive or not) of four (4) years;
- f.** to adopt a statutory clause ensuring the respect the Laws of the Game as laid down by the IFAB, the Futsal Laws of the Game and the Beach Soccer Laws of the Game as issued by FIFA and to ensure that these are also respected by its members through a statutory provision;
- g.** to adopt a statutory clause specifying that any dispute of national dimension arising from or related to the statutes, regulations, directives and decisions may only be referred in the last instance (i.e. after exhaustion of all internal channels within the Member Association) to an independent and duly constituted arbitration tribunal, which shall definitely settle the dispute to the exclusion of any ordinary court, unless expressly prohibited by the legislation in force in the Member Association's country or territory;
- h.** 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 (excepting FIFA statutes, regulations, directives and decisions do not apply to Associate Members);
- i.** to communicate to OFC any amendment of its statutes, rules and regulations in English as well as the list of its Officials or persons who are authorised signatories, with the right to enter into legally binding agreements with OFC and third parties;
- j.** not to maintain any relations of a sporting nature with Member Associations that have been suspended or expelled;
- k.** to observe the principles of loyalty, integrity and good sporting behaviour as an expression of fair play through a statutory provision;
- l.** to observe the mandatory items specified within the relevant Regulations for the duration of their membership;
- m.** to administer a register of members which shall regularly be updated;
- n.** to implement a club licensing system according to the minimum requirements set by OFC from time to time. Member Associations shall include such an obligation and define the licensing bodies in their statutes;
- o.** to recognise each of the other Member Associations as the sole controlling body of Football in their respective countries and territories;
- p.** not to form themselves into regional Associations or federations without the consent of FIFA and OFC;
- q.** to regulate all Leagues and Clubs which exist within their territory;
- r.** for Ordinary Members only, to be held responsible for the good conduct and all financial commitments of their Clubs towards OFC;

- s. to notify OFC promptly of any change in its address and in the name of principal office bearers;
 - t. for Ordinary Members only, to submit no later than 31 December each year to the OFC General Secretariat their financial statements for the previous year audited by an external and independent firm;
 - u. for Associate Members only, to submit no later than 31 December each year to the OFC General Secretariat their financial statements for the previous year;
 - v. to manage its affairs independently and with no influence from any third parties, even if such third-party influence was not the fault of the Member Association concerned.
 - w. for Ordinary Members only, to ensure that their own members comply with Statutes, Regulations, codes, directives and decisions of FIFA and OFC at all times;
 - x. to ensure that any representatives who:
 - i. attend any OFC meeting, Congress, seminar, course or any OFC or any FIFA event organized under the auspices of OFC, its members, sponsors or related parties; and
 - ii. are appointed to the Executive Committee, any Standing Committee, any Judicial Body or represent OFC on any judicial body or committee of FIFAcomply with the Eligibility Criteria and the Independence Criteria (where applicable) set out in the Governance Regulations.
2. Violation of the above-mentioned obligations by any Member Association may lead to sanctions provided for in the Statutes and Regulations.

Article 11: SUSPENSION

1. The Congress may suspend an Ordinary Member solely at the request of the Executive Committee.
2. The Executive Committee may, without a vote of the Congress, temporarily suspend with immediate effect an Ordinary Member that seriously violates its obligations. A suspension approved by the Executive Committee shall last until the next Congress, unless the Executive Committee has revoked such suspension prior to the Congress.
3. A suspension of an Ordinary Member by the Congress requires a two-thirds (2/3) majority of the Member Associations present and eligible to vote.
4. A suspension of an Ordinary Member by the Executive Committee shall be confirmed at the next Congress by a two-thirds (2/3) majority of the Ordinary Members present and eligible to vote. If it is not confirmed, such suspension shall be automatically lifted.
5. The Congress may lift the suspension of an Ordinary Member solely at the request of the Executive Committee. The lifting of the suspension of an Ordinary

Member by the Congress requires a two-thirds (2/3) majority of the Ordinary Members present and eligible to vote.

6. The Executive Committee may suspend an Associate Member. A suspension of an Associate Member by the Executive Committee requires a two-thirds (2/3) majority of the members of the Executive Committee present and eligible to vote.
7. A suspended Member Association shall lose its membership rights. Other Member Associations shall not entertain sporting contact with a suspended Member Association. The Disciplinary and Ethics Committee may impose further sanctions.

Article 12: EXPULSION

1. The Congress may expel an Ordinary Member solely at the request of the Executive Committee:
 - a. If it fails to fulfil its financial obligations towards OFC; or
 - b. If it seriously violates the Statutes, regulations, decisions of FIFA or OFC; or
 - c. If it loses the status of a Football Association in its country.
2. The presence of a Simple Majority of Ordinary Members at the Congress is necessary for an expulsion to be valid, and the motion for expulsion must be adopted by a two-thirds (2/3) majority of the votes taken.
3. The Executive Committee may expel an Associate Member by a two-thirds (2/3) majority of the members of the Executive Committee present and eligible to vote:
 - a. If it fails to fulfil its financial obligations towards OFC; or
 - b. If it seriously violates the Statutes, regulations, decisions of FIFA or OFC; or
 - c. If it loses the status of a Football Association in its country.

Article 13: RESIGNATION

1. A Member Association may resign its membership of OFC by giving notice in writing signed by the Member Association's president. The notice must be delivered to the General Secretary not less than six months before the end of a calendar year. The resignation is effective:
 - a. the end of calendar year in which notice is given; or
 - b. if the Member Association has outstanding financial obligations to OFC at end of that calendar year, when the resigning Member Association has fulfilled those outstanding financial obligations.

Article 14: STATUS AND RECOGNITION OF MEMBER ASSOCIATIONS

1. The executive body of a Member Association shall be elected by the congress, even on an interim basis, within the Member Association. The statutes of a Member Association shall provide for a democratic election procedure that guarantees the complete independence of the election.
2. OFC shall not recognise the executive body of a Member Association, even on an interim basis, if it has not been elected in accordance with Article 14.1, except if the executive body is established as a normalisation committee by FIFA, in consultation with OFC.
3. Only decisions passed by executive bodies that have been constituted in accordance with Article 14.1 and 14.2 may be recognised by OFC.
4. Member Associations shall manage their affairs independently and without undue influence from third parties.

Article 15: STATUS OF LEAGUES AND OTHER GROUPS OF CLUBS

1. Clubs, Leagues, domestic associations or any other groups of stakeholders affiliated to a Member Association shall be subordinate to and recognised by that Member Association. The Member Association's statutes shall define the scope of authority and the rights and duties of these Clubs and groups. Their statutes and regulations must be approved by the Member Association.
2. Every Member Association shall ensure that its affiliated Clubs and groups take all decisions on any matters regarding their membership independently of any external body. This obligation applies regardless of their corporate structure.
3. In any case, the Member Association shall ensure that no natural or legal person (including holding companies and subsidiaries) exercise third-party control in any manner whatsoever (in particular through a majority shareholding, a majority of voting rights, a majority of seats on the board of directors or any other form of economic dependence or control etc.) over more than one (1) Club or group whenever the integrity of any match or competition could be jeopardised.

III. HONORARY MEMBERSHIP / OFC AWARDS

Article 16: HONORARY MEMBERSHIP/OFC AWARDS

1. The Congress may grant:
 - a. the titles of Honorary President or Honorary Members; or
 - b. OFC Gold or OFC Silver Awardto any individual for meritorious services rendered to OFC.
2. Honorary President or Honorary Members shall be permitted to attend the Congress with the right to join in discussions without the right to vote.

3. Nominations for the grant of such titles or awards shall be made by the Executive Committee or by a Member Association to the General Secretariat at least twenty-one days before the date of the Congress.
4. The titles and awards may be withdrawn from any recipient by the Congress upon proposal of a Member Association or the Executive Committee.

IV: ORGANISATION

Article 17: OFC GOVERNANCE REGULATIONS

1. The Executive Committee shall establish Governance Regulations to support and supplement these Statutes as required. The Governance Regulations shall be adopted by a two-thirds (2/3) majority of the members of the Executive Committee present and eligible to vote.

Article 18: LEGISLATIVE, EXECUTIVE, JUDICIAL AND ADMINISTRATIVE BODIES

1. The Congress is the supreme and legislative body of OFC.
2. The Executive Committee is the executive body of OFC.
3. The General Secretariat is the administrative body of OFC.
4. Except as specified in these Statutes, the Standing and Ad Hoc Committees shall advise and assist the Executive Committee in fulfilling its duties. The Standing and Ad Hoc Committees shall assist the Executive Committee in the performance of its duties in accordance with these Statutes.
5. The Judicial Bodies of OFC are the Disciplinary and Ethics Committee and the Appeal Committee. The responsibilities and functions of the Judicial Bodies shall be stipulated in the OFC Disciplinary Code and the OFC Code of Ethics which are promulgated by the Executive Committee.
6. The Auditors shall perform all audits of the OFC's accounts and financial statements as required by the laws of New Zealand.
7. The bodies of OFC shall be either elected or appointed by OFC itself without any external influence and in accordance with the procedures described in these Statutes.
8. Members of the Executive Committee, Standing Committees, Ad Hoc Committees or Judicial bodies 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 FIFA and OFC Code of Ethics on conflicts of interest and adjust their conduct as necessary (e.g. abstain from performing their duties and notify the chairperson in cases of any potential conflicts of interest).

A. CONGRESS

Article 19: DEFINITION AND COMPOSITION OF THE CONGRESS

- 1.** The Congress is the meeting at which all Member Associations of OFC convene. It represents the supreme and legislative authority of OFC. Only a Congress that is duly convened has the authority to make decisions.
- 2.** A Congress may be an Ordinary or Extraordinary Congress.
- 3.** A Congress may take place:
 - a. in person;
 - b. by means of audio and visual communication, in which Delegates are able to hear and be heard at the meeting without delay; or
 - c. by means of combination of (a) and (b) above,Delegates that attend a meeting via any of the methods shall be considered as present. The Standing Orders of the Congress shall define the process of an online Congress.
- 4.** The Executive Committee may appoint observers who take part in the Congress without the right to debate or to vote.

Article 20: AREA OF AUTHORITY

- 1.** The Congress has the following authority:
 - a.** adopting or amending the Statutes, Regulations Governing the Application of the Statutes and the Standing Orders of the Congress;
 - b.** electing the President and the FIFA Council members;
 - c.** electing the members of the judicial bodies;
 - d.** appointing the scrutineers;
 - e.** adopting the Auditor's report, the annual report and financial statements;
 - f.** appointing the independent auditors upon the proposal of the Executive Committee;
 - g.** deciding on the Executive Committee members' and Judicial Bodies members' compensation upon the recommendation of the Audit and Risk Committee;
 - h.** deciding on the chairpersons' of Standing Committees compensation upon the recommendation of the Executive Committee;
 - i.** approval of the Compensation Regulations for Senior Officials;
 - j.** fixing the membership subscriptions;
 - k.** deciding whether to confer honorary titles and awards;

- l.** admitting, suspending or expelling an Ordinary Member upon the proposal of the Executive Committee;
- m.** revoking the mandate of one or a number of members of a body of OFC;
- n.** dissolving OFC; and
- o.** consider and act upon proposals submitted by a Member Association or the Executive Committee in accordance with these Statutes.

Article 21: QUORUM OF THE CONGRESS

- 1.** The quorum for the Congress shall be the Simple Majority of the Ordinary 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 Associations' Delegates who are entitled to vote and/or can simultaneously hear each other throughout the Congress.
- 2.** Once a Congress has been declared duly convened and composed in accordance with the Statutes, the quorum shall not be influenced by Delegates departing.
- 3.** If a quorum is not achieved, a second Congress shall take place twenty-four (24) hours after the first, with the same agenda. A quorum is not required for the second meeting of the Congress unless an item on the agenda proposes the amendment of the Statutes, the election of the President, or FIFA Council members, the election of the Standing Committee or Judicial Body members, the suspension or expulsion of an Ordinary Member or the dissolution of OFC.

Article 22: DECISIONS OF THE CONGRESS

- 1.** Unless otherwise stipulated in the Statutes, a proposal or motion shall be passed if supported by a Simple Majority of the valid votes cast.
- 2.** Spoiled or blank voting slips or any other forms of abstentions are disregarded in calculating the majority.
- 3.** A decision that requires a vote shall be reached by a show of hands, by voting cards or by means of an electronic count save in cases of elections which shall be carried out in accordance with these Statutes. If a show of hands does not result in a clear majority in favour of a proposal or motion, the vote shall be taken by calling the roll in alphabetical order.
- 4.** If a Congress is held in person and by means of audio and visual communication, or by means of audio and visual communication only, each vote shall be taken by calling the roll in English alphabetical order of Ordinary Members.

Article 23: ORDINARY CONGRESS

- 1.** The Ordinary Congress shall be held annually.
- 2.** The Executive Committee shall fix the place and date. Notice of the Ordinary Congress shall be emailed to all Member Associations not later than three (3) months before the scheduled date of the Congress unless decided otherwise by the Executive Committee. Where the Ordinary Congress involves the election of the President (and ex officio FIFA Vice President) or a member of the FIFA Council i the Member Associations shall be notified in writing no less than four (4) months in advance.
- 3.** The General Secretary shall, not later than fourteen (14) days before the date of the Congress, email to the Member Associations the following:
 - a.** the agenda of the Congress;
 - b.** the activity report for the previous calendar year;
 - c.** the annual report, Financial Statements and the Auditor's report of the previous financial period;
 - d.** the annual budget and strategic plan;
 - e.** the names of the candidates for election;
 - f.** the proposals for amendments and/or alterations to the Statutes, if any; and
 - g.** any other proposal submitted by Member Associations or the Executive Committee for which due notice has been given.

Article 24: ORDINARY CONGRESS AGENDA

- 1.** The General Secretary shall draw up the agenda based on proposals from the Executive Committee and the Ordinary Members. Any proposal that an Ordinary Member wishes to submit to the Congress shall be sent to the General Secretariat in writing, with a brief explanation, at least one (1) month before the date of the Congress.
- 2.** The Ordinary Congress agenda shall include items (a)-(i) as mandatory and items (j)-(aa) if required:
 - a.** Address of the President or the chairperson of the Congress if the President is not attending;
 - b.** Roll call and quorum;
 - c.** A declaration that the Ordinary Congress has been convened and composed in compliance with the Statutes;
 - d.** Appointment of scrutineers;
 - e.** Approval of the agenda and any additions to the agenda proposed by the Executive Committee;
 - f.** Approval of the minutes of the preceding Congress;

- g.** Presentation of activity report containing the activities for the previous calendar year;
 - h.** Receipt and adoption of the Auditor's report, the annual report and financial statements for previous financial period;
 - i.** Presentation of the annual budget and strategic plan for the next financial period;
 - j.** Consideration of any proposals for amendments to the Statutes, the Regulations Governing the Application of the Statutes and the Standing Orders of the Congress;
 - k.** Approval of the Compensation Regulations for Senior Officials;
 - l.** Consideration of the Audit and Risk Committee recommendation regarding the compensation of the members of the Executive Committee and of the Judicial Bodies;
 - m.** Consideration of the Executive Committee recommendation regarding the compensation of the chairpersons' of the Standing Committees;
 - n.** Consideration of a proposal of suspension or expulsion of an Ordinary Member;
 - o.** Consideration of application for admission for Ordinary membership;
 - p.** Setting of annual subscription on the recommendation of the Executive Committee;
 - q.** Dismissal of a member of a body;
 - r.** Consideration of proposals submitted by the Ordinary Members;
 - s.** Consideration of proposals submitted by the Executive Committee;
 - t.** Appointment of Auditors;
 - u.** Election of the President;
 - v.** Election of the female FIFA Council member;
 - w.** Election of the other FIFA Council member;
 - x.** Election of the members of the Eligibility Committee;
 - y.** Election of the Independent members of the Audit and Risk Committee;
 - z.** Election of the non-Independent members of the Audit and Risk Committee;
 - aa.** Election of the members of the Appeal Committee; and
 - bb.** Election of the members of the Disciplinary and Ethics Committee.
- 3.** The motion to amend and/or alter the agenda of an Ordinary Congress must be adopted by a two-thirds (2/3) majority of the Ordinary Members present and eligible to vote.

Article 25: EXTRAORDINARY CONGRESS

- 1.** The Executive Committee may convene an Extraordinary Congress at any time.
- 2.** The Executive Committee shall convene an Extraordinary Congress upon the written request of at least two thirds (2/3) of the Ordinary Members. The request shall specify the items for the agenda. An Extraordinary Congress shall be held within two (2) months of the receipt of the request.
- 3.** The Member Associations shall be notified of the date, place and agenda of such Extraordinary Congress at least twenty-one (21) days before the date fixed for the Extraordinary Congress and only the items included in the agenda shall be discussed. Except where the Extraordinary Congress involves the election of the President (FIFA Vice President) and the two Members on the FIFA Council in which case the Members shall be notified in writing no less than four (4) months in advance.
- 4.** The motion to amend and/or alter the agenda of an Extraordinary Congress must be adopted by a two-thirds (2/3) majority of the Ordinary Members present and eligible to vote.
- 5.** Representation, voting and the conduct of an Extraordinary Congress shall be the same as those for an ordinary Congress where they apply.

Article 26: VOTES AND DELEGATES

- 1.** Each Ordinary Member shall have one (1) vote and is entitled to be represented by a maximum of two (2) Delegates to participate in the Congress. One (1) of the two (2) Delegates shall exercise the right to vote on behalf of the Member Association. When proposing Delegates, the Ordinary Members are encouraged to consider appropriate female representation.
- 2.** Associate Members shall be entitled to be represented by a maximum of two (2) Delegates to participate in the Congress without voting rights. When proposing Delegates, the Associate Members are encouraged to consider appropriate female representation.
- 3.** The names of the two (2) Delegates must reach the General Secretariat at least fourteen (14) days before the date of the Congress indicating the Ordinary Member's Delegate authorised to vote.
- 4.** No Delegate shall be allowed to represent more than one (1) Member Association. Only the authorised Delegates who are present are entitled to vote. Voting by proxy or by letter is not permitted.
- 5.** Delegates must belong to the Member Association that they represent and be appointed or elected by the executive body of that Member Association. They must also be able to produce evidence of this upon request.
- 6.** During their term of office, members of the Executive Committee shall not be appointed as Delegates for a Member Association.

7. The Executive Committee may at its discretion invite any person or persons to the Congress who may attend and participate in the Congress without voting rights.
8. The Executive Committee and the General Secretary shall take part in the Congress without voting rights.
9. The President will be the chairperson of the Congress, but will not be entitled to vote. The chairperson shall conduct the Congress business in compliance with the Standing Orders of the Congress.

Article 27: ELECTIONS

1. The Governance Regulations and any relevant FIFA regulations shall govern any elective Congress.
2. The election of office-bearers at the Congress shall be by position and by secret ballot, except where a candidate has no opponent for the position the candidate may be elected by acclamation. No voting by letter or proxy is permitted. Except for the President and the FIFA Council members, online elections are permitted pursuant to the Standing Orders of the Congress.
3. The election of President and FIFA Council members are subject to the FIFA statutes. Candidates for the positions of President (and ex officio FIFA Vice President) and FIFA Council member must pass an eligibility check carried out by FIFA in accordance with the FIFA Statutes and applicable FIFA regulations. The elections of the President and the OFC representatives on the FIFA Council may be monitored by persons appointed by the FIFA Governance Committee.
4. The election of the President shall be decided in a first ballot by a Simple Majority. If, in the first ballot, no candidate obtains a Simple Majority of the votes cast, a second ballot takes place after the elimination of the candidate who has obtained the least number of votes in the first ballot; and this procedure shall continue until the required numbers of candidates have been elected. In case of a tied ballot, a further ballot shall be conducted with the respective candidates until the position is filled in.
5. The procedure in paragraph 4 above applies to each the election of the OFC representatives on the FIFA Council.
6. The members of the Judicial Bodies and the Standing Committees shall be elected by the Congress. The successful candidates will be those who receive the most number of votes for the elected positions that are available. In the event of a tie a further ballot shall be held between the candidates who have tied. In case of a tied ballot, a further ballot shall be conducted with the respective candidates until the position is filled.
7. If the number of candidates is less or equal to the number of positions, the candidate(s) may be elected by acclamation.

Article 28: AMENDMENTS TO THE STATUTES, REGULATIONS GOVERNING THE APPLICATION OF THE STATUTES AND THE STANDING ORDERS OF THE CONGRESS

1. The Congress is responsible for amending the Statutes, the Regulations Governing the Application of the Statutes and the Standing Orders of the Congress.
2. Proposals to amend or alter the Statutes may either be submitted by an Ordinary Member to the General Secretariat or the Executive Committee. The proposals submitted shall be in writing with a brief explanation.
3. Proposals to amend the Regulations Governing the Application of the Statutes and the Standing Orders of the Congress may be submitted by:
 - a. an Ordinary Member to the General Secretariat; or
 - b. the Executive Committee.

The proposals submitted shall be in writing with a brief explanation.

4. All amendments and alterations to the Statutes shall only be adopted with the approval of two-thirds (2/3) of the votes cast by the Ordinary Members present and eligible to vote.
5. All amendments to the Regulations Governing the Application of the Statutes and/ or the Standing Orders of the Congress shall be adopted only with the approval of a Simple Majority of the votes cast by the Ordinary Members present and eligible to vote.
6. The presence of a Simple Majority of the Ordinary Members eligible to vote at the Congress is necessary for a vote to amend or alter the Statutes, Regulations Governing the Application of the Statutes and the Standing Orders of the Congress to be valid. No addition to or alteration of the non-profit aims, personal benefits or the dissolution clause shall be made which affect the tax-exempt status. The provisions and effect of this clause shall not be removed from these Statutes and shall be included and implied into any document that replace these Statutes.

Article 29: MINUTES

1. The General Secretary shall be responsible for recording the minutes at the Congress.
2. The minutes of the Ordinary Congress and any Extraordinary Congress shall be checked by the Executive Committee and shall then be approved at the next ensuing Ordinary Congress.

Article 30: EFFECTIVE DATES OF DECISIONS

1. Decisions passed by the Congress shall come into effect for the Member Associations at the close of the Congress, unless the Congress fixes another date for a decision to take effect.

2. Elected office bearers shall take their position after the close of the Congress at which they have been elected.

B. EXECUTIVE COMMITTEE

Article 31: COMPOSITION AND TERM OF OFFICE

COMPOSITION

1. The Executive Committee shall consist of:
 - a. The President who is elected at the Congress;
 - b. The other presidents of each Ordinary Member; and
 - c. The two FIFA Council members who are elected at the Congress (as a non-voting member unless they are the president of an Ordinary Member Association).
2. The three (3) Vice Presidents shall be elected by vote amongst the Executive Committee members, who are the presidents of the Ordinary Members, by the Executive Committee. The Executive Committee has power to replace a Vice President at any time.
3. Every member of the Executive Committee undertakes, and accepts responsibility, to faithfully, loyally and independently act in the best interest of OFC and the promotion and development of football in the Oceania Region.
4. No Ordinary Member shall be eligible to be represented by more than one (1) member in the Executive Committee.
5. Every member of the Executive Committee must fulfil the Eligibility Criteria and pass an eligibility check, carried out by the Eligibility Committee before they become a member.

TERM

6. The President and the two (2) FIFA Council members shall be elected by the Congress in the year following the FIFA World Cup. Their term of office shall begin after the end of the Congress and expire on the date of the Ordinary Congress in the fourth year after their election.
7. The Executive Committee members, who are not President and FIFA Council members, shall begin their term of office at the end of that Ordinary Members' congress at which they were elected president and expire on the date of the Ordinary Member's congress in the fourth year after their election.
8. All members of the Executive Committee may serve no more than three (3) full terms of office (whether consecutive or not). Therefore, all members of the Executive Committee shall not serve OFC for more than twelve (12) years in total.
9. A member of the Executive Committee shall not at the same time be a member of any of the Judicial Bodies or Standing Committees.

NOMINATIONS

- 10.** The candidates for election of President and the two (2) FIFA Council members must fulfil the Eligibility Criteria and pass an eligibility check in accordance with Governance Regulations in addition to the requirements of the FIFA Statutes and regulations prior to the election at the OFC Congress.
- 11.** Candidates for the position of President (and ex officio FIFA Vice President) and candidates for each positions of FIFA Council member must be by name and shall be proposed by the Ordinary Member in the prescribed forms. Candidates for the position of President and for the position of FIFA Council member shall be valid only if supported by at least three (3) Ordinary Members (including the nominating Ordinary Member).
- 12.** An Ordinary Member may only give one (1) letter of support for each of the three (3) positions. If an Ordinary Member supports more than one (1) candidate for each position, all letters of support shall be declared invalid. If an Ordinary Member has two (2) letters of support for the FIFA Council members' positions, one must be in support of a female candidate.
- 13.** An Ordinary Member may propose only one (1) candidate for President and only one (1) candidate for each of two (2) FIFA Council members (providing one candidate is female). If an Ordinary Member proposes more than one (1) candidate for each position, all candidates proposed by that Ordinary Member shall be invalid. If an Ordinary Member proposes two (2) male candidates for the FIFA Council members, both nominations shall be invalid.
- 14.** Candidates for President must be a president of an Ordinary Member.
- 15.** The President and FIFA council members nominations shall be submitted to reach the General Secretariat not later than three (3) months before the date of the Congress. Each nomination must be in accordance with the further provisions contained within the Governance Regulations.
- 16.** The General Secretariat shall notify the Member Associations of the names of proposed candidates at least twenty-one (21) days before the date of the Congress.

REPLACEMENT

- 17.** If the President
 - a.** is permanently prevented from performing their official function as determined by the Executive Committee;
 - b.** is absent from four (4) consecutive Executive Committee meetings without a legitimate reason;
 - c.** is not the president of an Ordinary Member;
 - d.** does not meet the Eligibility Criteria; or
 - e.** resigns or dies,

the Vice President that deputises for the President will be decided by the Executive Committee. A replacement President will be elected for the remaining term of mandate at the next Ordinary Congress or Extraordinary Congress (if applicable).

18. If any other Executive Committee member, not being the President:

- a.** is permanently prevented from performing their official function as determined by the Executive Committee;
- b.** is no longer the president of an Ordinary Member;
- c.** is absent from four (4) consecutive Executive Committee meetings without a legitimate reason;
- d.** does not meet the Eligibility Criteria; or
- e.** resigns or dies,

the executive body of their respective Ordinary Member shall appoint a replacement, from among their members, whose term will expire when the Ordinary Member congress elects another president, who will undergo an eligibility check to confirm he or she meets the Eligibility Criteria.

19. The President and replacement members (under the paragraph above) of the Executive Committee shall have played an active role in association football (e.g. as a player or an official within FIFA, a confederation or an association, etc.) for two (2) of the last five (5) years before being proposed as a candidate and, before being proposed as a candidate and has not been found guilty of breaching the FIFA and/or OFC Code of Ethics. The Eligibility Committee will include this in the eligibility check along with the Eligibility Criteria.

Article 32: POWERS AND DUTIES OF THE EXECUTIVE COMMITTEE

- 1.** The Executive Committee shall be empowered to make decisions on all matters, which are not exclusive to the Congress or are not reserved for other bodies by law or under these Statutes, including the release of the funds of OFC towards the fulfilment of its objectives.
- 2.** The powers and duties of the Executive Committee are to:
 - a.** set the strategic framework of OFC (including a strategy for the development of football in the Oceania region);
 - b.** carry out the objectives of OFC;
 - c.** prepare and convene the Ordinary and Extraordinary Congress of OFC;
 - d.** approve and submit to the Congress the following:
 - i.** the annual activity report;
 - ii.** the annual report, audited financial statements and the Auditor's report;

- iii. the annual budget;
 - iv. the appointment of the Auditors; and
 - v. other proposals submitted by the Executive Committee members in accordance with these Statutes;
- e.** approve OFC Official Competitions and tournaments (including the appointment of tournament host countries and Member Associations) and associated regulations;
 - f.** delegate the execution and management of OFC operations, business and finance related matters to the General Secretariat;
 - g.** approve the annual budget for presentation to the Congress;
 - h.** set up and supervise Ad Hoc Committees to deal with particular matters on such terms and with such powers and duties as it considers appropriate;
 - i.** appoint and dismiss the chairperson, deputy chairperson and members of any Ad Hoc Committee;
 - j.** elect and dismiss the three (3) Vice Presidents of the Executive Committee;
 - k.** appoint and dismiss the General Secretary, and have a supervisory role over the General Secretary;
 - l.** set the compensation (if any) of members of the Standing Committees;
 - m.** appoint a Standing Committee or Judicial Body member until the next Ordinary Congress, but only if there is a vacancy, subject to the appointee meeting the Eligibility Criteria, Independence Criteria, and has the qualifications set out in the Statutes (where applicable) as verified by the Eligibility Committee;
 - n.** resolve, at the request of any Member Association, any disputes between Member Associations;
 - o.** consider and approve any application for associate membership of OFC and decide whether to suspend or expel an Associate Member;
 - p.** refer to the next Congress any application for Ordinary membership of OFC by any Football Association;
 - q.** control the use and investment of OFC's funds (which includes a power to authorise the borrowing of funds by OFC); and
 - r.** approve the OFC Disciplinary Code, the OFC Code of Ethics, the Governance Regulations and any other regulations and policies, other than Compensation Regulations for Senior Officials.
- 3.** The powers and responsibilities of the Executive Committee may be defined in greater detail within the Governance Regulations.
- 4.** The Executive Committee may delegate tasks arising out of its areas of authority to the President, other bodies of OFC or third parties for a specific period.

Article 33: MEETINGS AND QUORUM

1. The Executive Committee shall meet at least four (4) times a year.
2. Such meetings may take place:
 - a. in person;
 - b. by means of audio and visual communication, in which members of the Executive Committee are able to hear and be heard at the meeting without delay; or
 - c. by means of combination of (a) and (b) above,Executive Committee members that attend a meeting via any of the methods shall be considered as present.
3. The President shall convene the Executive Committee meetings. If a Simple Majority of the Executive Committee members request a meeting the President shall convene a meeting within fifteen (15) days.
4. The General Secretary shall give fourteen (14) days' notice to call an Executive Committee meeting unless such requirement is waived by a two-thirds (2/3) majority of the members of the Executive Committee.
5. The General Secretary shall compile the agenda for each Executive Committee meeting. Each member of the Executive Committee is entitled to propose items for inclusion on the agenda. The members of the Executive Committee must submit items they wish to be included on the agenda for the meeting to the General Secretariat at least eight (8) days before the meeting. The agenda must be sent out to the members of the Executive Committee at least seven (7) days before the meeting. All of these time limits can be waived by a two-thirds (2/3) majority of the members of the Executive Committee.
6. The General Secretary shall attend the meetings of the Executive Committee without the right to vote.
7. The meetings of the Executive Committee shall be held in private. The President 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 Executive Committee.

Article 34: DECISIONS

1. Decisions passed by the Executive Committee shall only be valid if a majority of its members are present and eligible to vote. No decisions shall be made by the Executive Committee unless more than half the members are in attendance in person, or by means of audio-visual connection.
2. Each member of the Executive Committee shall be entitled to one (1) vote. Observers shall have no voting rights.
3. The Executive Committee shall reach its decisions by a Simple Majority of the votes cast except as otherwise stipulated in these Statutes. In the event of a tied vote with respect to a matter to be determined by a majority vote, the President

shall have the casting vote. Voting by proxy or letter is not permitted. Votes shall be open and elections held by secret ballot.

4. If a meeting is held in person and by means of audio and visual communication, or by means of audio and visual communication only, each vote shall be taken by calling the roll in English alphabetical order of the Ordinary Members.
5. Members of the Executive Committee must decline to participate in any discussion and/or debate concerning any matter, and immediately leave the meeting, where there are grounds for questioning their impartiality and/or there is a possibility of any conflict of interest arising. This shall in any event apply if the relevant matter concerns a member's Member Association
6. The decisions made shall be recorded in the minutes. Minutes of every meeting shall be recorded by the General Secretary. The minutes shall be signed by the President and the General Secretary.
7. The decisions made by the Executive Committee shall come into effect immediately, unless the Executive Committee decides otherwise.
8. If the circumstances so require, the Executive Committee may deliberate and take decisions in writing by correspondence (including by email, facsimile or other form of electronic communication) using the applicable form. In such a case, the written resolution, approved by a majority of the Executive Committee members entitled to take a decision, shall be as valid and effectual as if it had been passed at a meeting of the Executive Committee duly convened and held. All such written resolutions shall be ratified in the next meeting of the Executive Committee.

Article 35: DISMISSAL OF A MEMBER OF A BODY

1. All members of the Executive Committee, Standing Committees and Judicial Bodies shall comply with the Eligibility Criteria and the Independence Criteria (where applicable) throughout their term. The Eligibility Committee shall be competent to decide on any eligibility issue related to any of the members of the body during their term and may give notice terminating their membership of the relevant body if the member does not meet the Eligibility Criteria or the Independence Criteria (if applicable).
2. In addition, the Congress may dismiss a member of a Standing Committees and Judicial Bodies. The Executive Committee may place the dismissal of a person on the agenda for the Congress.
3. The motion for dismissal must be accompanied by written reasons. It will be sent to the Member Associations along with the agenda.
4. The member in question has the right to speak in his or her own defence.
5. The Congress shall reach a decision by means of secret ballot. For the motion to be passed, a majority of two-thirds (2/3) of the valid votes in favour of the motion is required. If the suspended member is not expelled by the Congress then the suspension will be lifted, subject to the member meeting the Eligibility Criteria and the Independence Criteria (where applicable).

6. The person dismissed must be relieved of their functions with immediate effect.

C. PRESIDENT

Article 36: PRESIDENT

1. The President shall represent OFC generally.
2. The President shall be responsible for, amongst others:
 - a. the relations between OFC and its Member Associations, FIFA, political bodies, other Confederations and other Stakeholders and fostering a positive image of OFC in the Oceania Region and around the world;
 - b. chairing the Congress and Executive Committee meetings (but not any other Committee meetings); and
 - c. reporting to the Executive Committee and to the Congress.
3. The President shall have one (1) ordinary vote on the Executive Committee and, whenever votes are equal, shall have a casting vote (except in the case of an election).

D. COMMITTEES

Article 37: AD HOC COMMITTEES

1. The Executive Committee may:
 - a. as required, set up temporary advisory Ad Hoc Committees which shall support the Executive Committee with matters on such terms and with such powers and duties as it considers appropriate; and
 - b. appoint and dismiss the chairperson and members of the Ad Hoc Committees.
2. The General Secretary shall attend all Ad Hoc Committees without voting rights.
3. The quorum for all Ad Hoc Committee meetings shall be satisfied when fifty (50) percent or more of the members are present.
4. Decisions passed by Ad Hoc Committees shall only be valid if a majority of its members are present and eligible to vote. No decisions shall be made by the Ad Hoc Committees unless more than half the members are in attendance in person, or by means of audio-visual connection.
5. Each chairperson of a Committee shall be responsible for representing his/her committee, seeing that its business is properly conducted, fixing the date of the meetings in conjunction with the General Secretary and reporting to the Executive Committee on its work.
6. A Committee may set up a bureau or expert group/panel.
7. To the extent not set out in these Statutes, the Executive Committee shall specify the duties and responsibilities of each Committee.

8. The Executive Committee shall determine any compensation to Committee members after receiving the recommendations of the Audit and Risk Committee.

Article 38: AUDIT AND RISK COMMITTEE

1. The Audit and Risk Committee shall have the following duties and powers:
 - a. to assist and advise the Executive Committee in monitoring OFC's audit, compliance and risk matters by reviewing and making recommendations on:
 - i. the robustness of the internal control framework and financial management practices;
 - ii. the integrity and appropriateness of internal and external reporting and accountability arrangements;
 - iii. the robustness of risk management systems, processes and practices;
 - iv. the independence and adequacy of internal and external audit functions;
 - v. the compliance with applicable laws, standards, funding requirements and best practice guidelines;
 - vi. the establishment and maintenance of controls to safeguard OFC's financial and non-financial assets; and
 - vii. the completeness and reliability of the financial statements, the consolidated financial statement and the Auditors' report.
 - b. to make recommendations to the Congress with respect to any compensation of:
 - i. the President and the members of the Executive Committee; and
 - ii. the members of the Judicial Bodies.
 - c. to conduct the eligibility check on the candidates and nominees running for the Eligibility Committee.
 - d. monitor if any member of the Eligibility Committee fails to meet the Eligibility Criteria and the Independence Criteria during their term, and to decide on their eligibility.
 - e. give notice terminating their membership of the Eligibility Committee, if the member does not meet the Eligibility Criteria and the Independence Criteria.
2. The Audit and Risk Committee shall consist of five (5) members who are all elected by the Congress or, in the event of a vacancy, appointed by the Executive Committee until the next Congress, and fulfil the following criteria:

- a.** at least three (3) members who shall always comply with the Eligibility Criteria and Independence Criteria; and
 - b.** up to two (2) members who shall always comply with the Eligibility Criteria;
- 3.** The members of the Audit and Risk Committee shall appoint a chairperson and deputy chairperson from amongst the members who are Independent.
- 4.** The chairperson shall represent the Audit and Risk Committee in dealings with the Congress and the Executive Committee. If the chairperson is unable to represent the Audit and Risk Committee in such dealings, the deputy chairperson shall represent the chairperson. If the deputy chairperson is unable to represent the chairperson, this task shall be assumed by the longest-serving member of the Audit and Risk Committee.
- 5.** The chairperson of the Audit and Risk Committee will:
 - a.** receive the notice of meetings, agendas and all relevant correspondence in respect of all Executive Committee meetings and approvals;
 - b.** be invited, and have the right to attend, Executive Committee meetings;
 - c.** have speaking rights during Executive Committee meetings, but will not be entitled to vote.
- 6.** The frequency of meetings is determined by the chairperson according to the needs and the urgency of matters to be dealt with. The Audit and Risk Committee must hold at least one (1) meeting per year. The Audit and Risk Committee shall review and approve the minutes, which shall be filed with the General Secretary for retention. Copies of such minutes shall be made available to the Executive Committee.
- 7.** The quorum for the Audit and Risk Committee shall be four (4).
- 8.** Members of the Audit and Risk Committee shall hold relevant legal and/or financial qualifications and be experienced in financial and/or regulatory and legal matters.
- 9.** The elected member's term of office shall expire on the date of the Ordinary Congress in the fourth year after the member's 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.
- 10.** If an Audit and Risk Committee member:
 - a.** is permanently prevented from performing their function as a committee member as determined by the chairperson of the Audit and Risk Committee, or in the case of the chairperson, the deputy chairperson;
 - b.** does not meet the Eligibility Criteria;
 - c.** resigns or dies; or
 - d.** in the case of a member under Article 38 (2) (a) is not Independent,

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

- 11.** Each Ordinary Member is entitled to submit up to two (2) candidates for the Audit and Risk Committee and must be proposed to the General Secretariat no less than three (3) months before the start of the Congress at which an election shall take place. When proposing candidates, the Member Associations shall consider appropriate female representation on the Audit and Risk Committee.
- 12.** The members of the Audit and Risk Committee shall not belong to any other body of OFC at the same time.

Article 39: ELIGIBILITY COMMITTEE

- 1.** The Eligibility Committee shall have the following duties and powers:
 - a.** conduct 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.** conduct the eligibility check on the new presidents of the Ordinary 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 Executive Committee, Audit and Risk Committee or Judicial Body if the office holder does not meet the Eligibility Criteria and the Independence Criteria (where applicable); and
 - e.** ruling on who can represent a Member Association under Article 10 (1)(x).
- 2.** The Eligibility Committee shall consist of five (5) Independent members elected by the Congress or, in the event of a vacancy appointed by the Executive Committee 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 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 Executive Committee shall fill that position until the next Ordinary Congress, when a replacement will be elected.

8. Each Ordinary 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 three (3) months before the start of the Congress at which an election shall take place. When proposing candidates, the Ordinary Members shall take into account appropriate female representation on the Eligibility Committee.
9. The members of the Eligibility Committee shall not belong to any other body of OFC at the same time.

E. JUDICIAL BODIES

Article 40: JUDICIAL BODIES

1. The Judicial Bodies of OFC are:
 - a. the Disciplinary and Ethics Committee which shall be composed of an investigatory chamber and an adjudicatory chamber; and
 - b. the Appeal Committee.
2. The Judicial Bodies shall comprise the following members elected by the Congress or, in the event of a vacancy appointed by the Executive Committee until the next Congress, under this Article:
 - a. the Disciplinary and Ethics Committee: ten (10) members in total; and
 - b. the Appeal Committee: five (5) members.
3. Each Judicial Body will elect their own chairperson and deputy chairperson.
4. The quorum for any meeting or hearing of a Judicial Body will be three (3) except where the chairperson is acting alone in accordance with the OFC Disciplinary Code or OFC Code of Ethics.
5. The quorum for each of the investigatory chamber and adjudicatory chamber of the Disciplinary and Ethics Committee will be three (3) when acting under the OFC Code of Ethics. The chairperson (or deputy person if the chairperson declines to act) of the Disciplinary and Ethics Committee will appoint the members to each chamber for each case from the then current members of the Disciplinary and Ethics Committee.

- 6.** The secretariat to the Judicial Bodies shall select the members for each case from the then current members of the Disciplinary and Ethics Committee to hear any proceeding under the OFC Disciplinary Code from the members that are available and that are not from the same country as the parties to the proceedings.
- 7.** The secretariat to the Judicial Bodies shall select the members for each case from the then current members of the Appeal Committee to hear any appeal from the members that are available and that are not from the same country as the parties to the proceedings.
- 8.** All members of the Judicial Bodies must always meet both the Eligibility and Independence Criteria set out in the Governance Regulations. Members of the Judicial Bodies must be lawyers who are qualified to practise law and can demonstrate that they:
 - a.** hold a current practising certificate, or similar certificate in the country where they are registered as a lawyer; or
 - b.** have been practising law or have been employed or engaged in the legal field for at least five (5) of the last ten (10) years.
- 9.** The term of office of elected members shall be until the Ordinary Congress in the fourth (4) year after their election. A member may be elected for only one (1) further term of four (4) years (which need not be consecutive). The term of office of appointed members shall be until the next ordinary Congress after their appointment. Appointed members shall be eligible for election, provided they still meet the requirements of the Governance Regulations.
- 10.** If a Judicial Body member:
 - a.** is permanently prevented from performing their function as a committee member as determined by the chairperson of the relevant Judicial Body 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 Executive Committee shall fill that position until the next Ordinary Congress, when a replacement will be elected.
- 11.** Each Ordinary Member is entitled to submit up to two (2) candidates for each of the Judicial Bodies and must be proposed to the General Secretariat no less than three (3) months before the start of the Congress at which an election shall take place. When proposing candidates, the Ordinary Members shall consider appropriate female representation on the Judicial Bodies.
- 12.** The members of the judicial bodies shall not belong to any other body of OFC at the same time.
- 13.** Any amendments to the OFC Disciplinary Code and OFC Code of Ethics shall be approved by a two-thirds (2/3) majority of the Executive Committee members present and entitled to vote.

Article 41: DISCIPLINARY AND ETHICS COMMITTEE

1. The function of this body shall be governed by the Statutes, the Disciplinary Code and the Code of Ethics.
2. The Disciplinary and Ethics Committee may pronounce the sanctions described in these Statutes, the Disciplinary Code and the Code of Ethics on all parties set out in these Statutes, the Disciplinary Code and the Code of Ethics.
3. The Disciplinary and Ethics Committee may propose amendments to the OFC Disciplinary and Ethics Code directly to the Executive Committee.
4. These provisions are subject to the disciplinary powers of the Congress and Executive Committee regarding the suspension and expulsion of Member Associations.

Article 42: APPEAL COMMITTEE

1. The function of this body shall be governed by the Statutes, the Disciplinary Code and the Code of Ethics.
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 OFC regulations.
3. Decisions pronounced by the Appeal Committee shall be irrevocable and binding on all the parties concerned. This provision is subject to appeals lodged with CAS.

Article 43: DISCIPLINARY MEASURES

1. The disciplinary measures are primarily:
 - a. for natural and legal persons:
 - i. a warning;
 - ii. reprimand;
 - iii. a fine;
 - iv. the return of a title or awards; and
 - v. social work.
 - b. for natural persons:
 - i. a caution;
 - ii. an expulsion;
 - iii. a match suspension;
 - iv. a ban from the dressing rooms and/or the substitutes' bench;
 - v. a ban from entering a stadium; and
 - vi. a ban on taking part in any football-related activity.

c. for legal persons:

- i. a transfer ban;
- ii. playing a match without spectators (full or partial stadium closure);
- iii. playing a match on neutral territory;
- iv. a ban on playing in a particular stadium;
- v. annulment of the result of a match;
- vi. disqualification from a competition in progress and/or exclusion from future competition;
- vii. defeat by forfeit;
- viii. deduction of points (for a current or future competition);
- ix. relegation to a lower division;
- x. order that a match be replayed;
- xi. withholding of revenues from an OFC Competition;
- xii. prohibition on registering new players in OFC Competition;
- xiii. restriction on the number of players that a team may register for participation in OFC competition; and
- xiv. withdrawal of a licence to participate in OFC Competition.

F. DISPUTE RESOLUTION

Article 44: DISPUTES

- 1.** The Member Associations shall agree to recognise CAS as an independent judicial authority and to ensure that their members, affiliated Leagues, Clubs, Players and Officials comply with the decisions passed by CAS. The same obligation shall apply to Intermediaries and licensed match agents.
- 2.** Recourse to ordinary courts of law is prohibited unless specifically provided for in any FIFA or OFC Regulations. Recourse to ordinary courts of law for all types of provisional measures is also prohibited.
- 3.** Any violation of this Article shall be sanctioned in accordance with these Statutes.

Article 45: COURT OF ARBITRATION FOR SPORT (CAS)

- 1.** OFC recognises CAS to resolve disputes between OFC and the other Confederations, Member Associations, Leagues, Clubs, Players, Officials, Intermediaries and licensed match agents.
- 2.** The provisions of the CAS Code of Sports-related Arbitration shall apply to the proceedings.
- 3.** The CAS shall apply the various regulations of OFC, and additionally where relevant, the Laws of New Zealand.

Article 46: DISPUTE OF NATIONAL DIMENSION

- 1.** Member Associations shall insert a clause in their statutes or regulations stipulating that it is prohibited to take disputes within the Member Association or disputes affecting Leagues, Clubs, members of Clubs, Players, Officials and other Member Association Officials to ordinary courts of law, unless FIFA regulations, OFC regulations or binding legal provisions specifically provide for or stipulate recourse to ordinary courts of law.
- 2.** Such disputes in the last instance shall be referred to an independent and duly constituted arbitration tribunal recognised under the rules of the Member Association or to the CAS.
- 3.** Member Associations shall ensure that the stipulation in Article 46.1 is implemented within the Member Association, if necessary, by imposing a binding obligation on its members. Member Associations shall impose sanctions on any party that fails to respect this obligation and ensure that any appeal against such sanctions shall likewise be strictly submitted to arbitration, and not to ordinary courts of law.

Article 47: JURISDICTION OF CAS AS AN ORDINARY COURT OF ARBITRATION

- 1.** CAS shall have jurisdiction, to the exclusion of any ordinary court or any other court of arbitration, to deal with the following disputes in its capacity as an ordinary court of arbitration:
 - a.** disputes between OFC and its Member Associations, their Leagues, Clubs, Players and/or Officials; and
 - b.** disputes of international dimension between Member Associations, Leagues, Clubs, Players and/or Officials.
- 2.** CAS shall only intervene in its capacity as an ordinary court of arbitration if the dispute does not fall within the competence of an OFC body.

Article 48: JURISDICTION OF CAS AS AN APPEALS ARBITRATION BODY

- 1.** Any final decision made by an OFC body may be disputed exclusively before CAS in its capacity as an appeals arbitration body, to the exclusion of any ordinary court or any other court of arbitration.
- 2.** Recourse may only be made to CAS after all other internal OFC channels have been exhausted. Appeals shall be lodged with CAS within twenty-one (21) days of receipt of the decision in question. The relevant OFC regulations may contain further stipulations or amend this time limit.
- 3.** CAS does not deal with appeals arising from:
 - a.** violations of the Laws of The Game;
 - b.** suspensions of up to four (4) matches or up to three (3) months (with the exception of doping decisions);

- c. decisions which any Regulations declare as final and binding and not appealable; or
 - d. decisions against which an appeal to an independent and duly constituted arbitration tribunal recognised under the rules of a Member Association may be made.
4. The appeal shall not have a suspensive effect. The appropriate OFC bodies, or alternatively, CAS may order the appeal to have a suspensive effect.
5. Only parties directly affected by a decision may appeal to CAS. OFC has the right to appeal decisions passed by the Judicial Bodies.
6. Both FIFA and the World Anti-Doping Agency are entitled to appeal to CAS against any internally final and binding doping-related decision passed by OFC.

G. GENERAL SECRETARIAT AND GENERAL SECRETARY

Article 49: GENERAL SECRETARIAT

1. The General Secretariat shall carry out all the administrative work of OFC under the direction of the General Secretary.
2. The General Secretariat is supervised by, and is accountable to, the Executive Committee regarding the discharge of its functions.
3. The General Secretariat shall undertake the following roles, but not limited to, under the direction of the General Secretary:
 - a. Organisation of competitions and all related matters, in accordance with the decisions and directions of the Executive Committee;
 - b. Negotiation, execution and performance of all commercial contracts, in accordance with the delegations of authority, policies and procedures recommended by the Audit and Risk Committee and approved by the Executive Committee;
 - c. Administrative support for the various Committees;
 - d. Management of the operations and day-to-day business of OFC, in accordance with the parameters and budget established by the Executive Committee; and
 - e. All other administrative matters necessary for the efficient operation and organisation of OFC, as required and authorised by the Executive Committee from time to time.
4. The General Secretariat is supervised by, and is accountable to, the Executive Committee regarding the discharge of its functions.
5. The staff of the General Secretariat are appointed by the General Secretary and are accountable to the General Secretary.

Article 50: GENERAL SECRETARY

1. The General Secretary shall be the Chief Executive of OFC.
2. The General Secretary shall be appointed and dismissed by the Executive Committee. The General Secretary shall be appointed based on an agreement governed by New Zealand law.
3. The General Secretary shall report to the Executive Committee.
4. The General Secretary must comply with the Eligibility Criteria verified by the Eligibility Committee.
5. The General Secretary shall:
 - a. Manage the General Secretariat to conduct business of OFC in line with the strategies, policies, delegations and budget set by the Executive Committee
 - b. implement decisions passed by the Congress and the Executive Committee;
 - c. be responsible for the administration of the General Secretariat;
 - d. consult with the Executive Committee on managerial staff appointments;
 - e. be responsible for the appointment and discipline of all staff of the General Secretariat;
 - f. assist and participate in the Congress and Executive Committee meetings;
 - g. be responsible for the minutes of all Executive Committee meetings;
 - h. be responsible for all publications of OFC;
 - i. be responsible for Stakeholder relations in conjunction with the President; and
 - j. liaise with FIFA, other Confederations and any other organisation in the promotion of the objectives of OFC.
6. The General Secretary shall not be a Congress Delegate or a member of any body of OFC.

Additional powers of the General Secretary may be contained within the Governance Regulations.

V. FINANCE

Article 51: ANNUAL REPORT AND FINANCIAL PERIOD

1. OFC must compile an annual report for OFC for each financial period which must include:
 - a. any business in which OFC has an interest, whether as a shareholder of another company or otherwise;

- b. include any financial statements or group financial statements for the financial period;
 - c. state particulars of entries of the Executive Committee and Standing Committee members in the interests register made during the financial year;
 - d. the individual compensation of the President, the members of the Executive Committee and the remuneration of OFC General Secretary;
 - e. state the names of the persons holding office as members of the Executive Committee as at the end of the financial year and the names of any persons who ceased to hold office as members of the Executive Committee during the financial year; and
 - f. state the amounts payable by OFC to the Auditor as audit fees and, as a separate item, fees payable by OFC for other services provided by that person or firm.
 2. The financial period of OFC shall be annually from 1 January to 31 December in each year.
 3. The revenue and expenditure of OFC shall be managed so that they balance out over the financial period.
 4. The General Secretary is responsible for drawing up the annual financial statements of OFC which comply with all legal requirements.

Article 52: AUDITORS

1. The Auditors must be:
 - a. an audit firm registered; or
 - b. a person licencedunder New Zealand Auditor Regulation Act 2011.
2. The Auditors shall be appointed by the Congress for a period of four (4) years. This mandate may be renewed.
3. The Executive Committee shall approve the financial statements for each financial period.
4. The Auditors shall audit the financial statements for each financial period.
5. The audit report and financial statements shall be presented to and adopted at the next Congress.

Article 53: MEMBERSHIP SUBSCRIPTIONS

1. Each Member Association shall pay a standard annual subscription due by 1 January of each calendar year. The annual subscription for new Ordinary Members, for the year in question shall be paid within thirty (30) days of the close of the Congress at which they were admitted.

2. The Congress shall fix the amount of annual subscription every two (2) years on the recommendation of the Executive Committee. It shall be the same for every:
 - a. Ordinary Member, an amount of no more than NZ\$500; and
 - b. Associate Member, an amount of no more than NZ\$100.
3. Notwithstanding the foregoing provisions, the Executive Committee for good cause shown may exempt an applicant for membership or a Member Association from payment of all or part of the annual subscription.

Article 54: SETTLEMENTS

1. OFC may debit any Member Association's account to settle any debts to OFC.

Article 55: LEVIES

1. Member Associations shall pay to OFC a levy for every international match played between two "A" Association teams. Matches played as part of the Olympic Football Tournaments shall be regarded as international matches. The levy shall be calculated in compliance with the provisions in the Regulations Governing the Application of the Statutes on the basis of the gross revenue and shall be payable by the Member Association in whose country the match is being played.

VI. RIGHTS IN COMPETITIONS

Article 56: RIGHTS

1. OFC and its Member Associations are the original owners of all the rights emanating from competitions and other events coming under their respective jurisdiction, without any restrictions as to content, time, and place. These rights include, among others, every kind of financial rights, audio-visual 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 Executive Committee shall decide how and to what extent these rights are utilised and draw up special regulations or directives to this end. The Executive Committee shall alone decide whether these rights shall be utilised exclusively, or jointly with a third party or entirely through a third party.

Article 57: AUTHORISATION

1. OFC and its Member Associations 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 as to content, time, place and technical aspects.

2. The Executive Committee shall issue special regulations or directives to this end.

VII. CLUB LICENSING

Article 58: CLUB LICENSING

1. OFC shall implement a Club licensing system in OFC. The objective of the club licensing system is to safeguard the credibility and integrity of Club competitions, to improve the level of professionalism, to promote sporting values in the principles of fair play as well as safe and secure environments, and to promote transparency in the finances, ownership and control of the Clubs.
2. The Executive Committee shall establish club licensing regulations.

VIII. INTERNATIONAL MATCHES AND COMPETITIONS

Article 59: VENUE AND AUTHORISATION

1. The Executive Committee shall decide the venue and match schedules for the competitions organised by OFC. The Executive Committee shall issue guidelines in this connection.
2. The Executive Committee shall compile an OFC match calendar that shall be binding upon OFC and its Ordinary Members and in line with the FIFA International Match Calendar.
3. OFC shall have the right to organise any competition as may be determined by the Executive Committee in accordance with regulations approved by the Executive Committee and/or FIFA from time to time.
4. The authorisation and organisation of international matches and competitions between Football Association teams and between Leagues and/or Club teams affiliated to Ordinary Members shall be in accordance with the FIFA Statutes, OFC Statutes and the FIFA Regulations Governing International Matches.
5. Other international competitions within the Oceania Region organised by Ordinary Members shall have the prior approval of the Executive Committee and, where necessary, of FIFA, before they can be held and shall be subject to any levy prescribed in these Statutes.
6. Rules and regulations governing competitions organised by other bodies within the region and in which any one or more member of OFC is playing shall be approved by the Executive Committee and, where necessary, by FIFA.

Article 60: CONTACTS

- 1.** Matches or sporting contacts are prohibited between Member Associations or their Clubs and Football Associations that are not members of FIFA or OFC, or their Clubs, without the approval of FIFA and OFC.
- 2.** Matches are prohibited between Member Associations, Leagues and Clubs against team who has any player not belonging to a club or a league affiliated to a FIFA Member Association, without the approval of FIFA and OFC.
- 3.** Member Associations cannot belong to another Confederation or participate in competitions on the territory of another Member Association or other Confederation without the authorisation of OFC, the other Member Association, or other Confederation and FIFA.
- 4.** Any Association, League or Club that is affiliated to a Member Association cannot belong to another Member Association or participate in competitions on the territory of another Member Association without the authorisation of FIFA and only in exceptional circumstances.

IX. FINAL PROVISIONS

Article 61: UNFORESEEN CIRCUMSTANCES

- 1.** The Executive Committee shall have the final decision on any matters not provided for in these Statutes (subject to Article 62 below) or in cases of unforeseen circumstances.

Article 62: INTERPRETATION

- 1.** In this article the term "Rules" shall include the Statutes, Regulations, and Standing Orders.
- 2.** In any matter not covered by the OFC Rules, the FIFA Rules shall apply if the context permits.
- 3.** In the case of any inconsistency between the Rules of FIFA, OFC, or Member Associations, the FIFA Rules shall prevail over the OFC Rules, which in turn shall prevail over the Member Associations' Rules.
- 4.** In the case of any inconsistency between these Statutes, the Regulations, and the Standing Orders, the Statutes shall prevail over the Regulations, which shall prevail in turn over the Standing Orders.
- 5.** Subject to the preceding requirements, the Executive Committee shall have the authority to interpret the Statutes, Regulations and Standing Orders, and to rule accordingly.

Article 63: DISSOLUTION

1. OFC may be dissolved by a resolution to that effect passed by not less than two-thirds (2/3) of the Ordinary Members eligible to vote and present.
2. Upon the dissolution of OFC, all its funds and assets shall be entrusted to the appropriate authority in New Zealand until such time the OFC is re-established, or any future equivalent is established.

Article 64: ENFORCEMENT

1. These Statutes were adopted at the Congress on 8 July 2021 and come into effect immediately.

X. TRANSITIONAL PROVISIONS

Article 65: TRANSITIONAL PROVISIONS

1. The calculation of the term limits for the current President (and ex officio FIFA Vice President) and the current two (2) FIFA Council members have commenced after their election at the Extraordinary Congress held in Auckland on 9 March 2019.
2. The calculation of the term limits of the other members of the Executive Committee shall commence after their election as president by their respective Member Association's next congress after the OFC Ordinary Congress in 2020.

REGULATIONS GOVERNING THE APPLICATION OF THE STATUTES

Article 1: ISSUANCE AND AMENDMENT TO THE REGULATIONS

- 1.** The Executive Committee shall have the authority to issue and amend, without limitation, the following Regulations and policies:
 - a.** OFC Governance Regulations;
 - b.** OFC Anti-Doping Regulations;
 - c.** OFC Disciplinary Code;
 - d.** OFC Code of Ethics
 - e.** OFC Regulations Governing the Admission of Football Associations;
 - f.** OFC Regulations Governing International Matches;
 - g.** OFC Club Licensing Regulations;
 - h.** OFC Financial Assistance Programme Regulations;
 - i.** OFC Equipment Regulations;
 - j.** OFC Stadium Regulations;
 - k.** OFC Safety and Security Regulations;
 - l.** OFC Development Regulations;
 - m.** OFC Procurement Policy;
 - n.** OFC Finance and Accounting Policy; and
 - o.** any regulations relating to Competitions, including but not limited to:
 - i.** Competition Regulations;
 - ii.** Commercial / Marketing Regulations; and
 - iii.** Bidding Regulations.

APPLICATION FOR MEMBERSHIP OF OFC

Article 2: APPLICATION FOR ADMISSION

- 1.** A Football Association that wishes to become a member of OFC shall submit a written application that contains detailed information on its constitution, its organisation, its sporting infrastructure and its territory to the OFC General Secretariat.
- 2.** The Football Association's legally valid statutes shall be enclosed with the membership application and shall contain the mandatory provisions set in Article 10 (1) (a) to (h) of the Statutes.

Article 3: ADMISSION PROCEDURE

- 1.** All application for membership or for reclassification shall be submitted on a form that the General Secretariat shall issue. The application may be for Ordinary Member membership or Associate Member membership, or for reclassification of an Associate Member to an Ordinary Member.
- 2.** The General Secretariat shall verify the completeness of the application. If it determines that the application is not complete, the application shall be returned to the applicant with a deadline for submitting a revised application with notice of the missing documents. The applicant must submit a full application within twelve (12) months of the initial submission to OFC. If the applicant fails to do so, the application may be rejected and the applicant may submit no further applications in the twelve (12) months following the rejection of the application. Any application not submitted on the prescribed form shall be deemed invalid.
- 3.** The General Secretariat may visit the applicant at any time to conduct inspections. The applicant shall provide any support required for the inspection visit.
- 4.** The General Secretariat shall prepare a report to the Executive Committee. The Executive Committee shall decide based on the report on whether to recommend to the Congress the admission or the reclassification of the applicant.
- 5.** The Congress is the competent body to decide on the admission of Football Associations to OFC as an Ordinary Member or the reclassification of an Associate Member.

INTERNATIONAL MATCHES AND INTERNATIONAL COMPETITIONS

Article 4: INTERNATIONAL MATCHES AND INTERNATIONAL COMPETITIONS

- 1.** Subject to the competitions organised by FIFA, OFC and the other confederations, the FIFA Regulations Governing International Matches are applicable to the organisation and the authorisation of international matches and international competitions in the Oceania Region for tier 1 and tier 2 international matches.
- 2.** For the organisation and the authorisation of tier 3 matches, OFC shall issue guidelines to the Member Associations.
- 3.** International football matches recognised by OFC shall be those between two Football Associations affiliated to OFC and/or FIFA for which each Football Association fields a representative national team.
- 4.** An international "A" match shall be a match that has been arranged between two Football Associations affiliated to the Confederation and/or FIFA and for which both Football Associations field their first national representative teams.
- 5.** The terms used to define a match shall be those recognised as giving an appropriate political and geographical description of the countries or

territories within the Football Associations whose teams are involved in the match and over which countries or territories, they have sole control and jurisdiction.

6. If a Football Association allows one of its leagues to choose a team which bears the name of its country, the match shall be considered an international match as described in paragraph 1.

Article 5: INTERCLUB AND INTERLEAGUE MATCHES

1. An interclub match shall be a match played between two Clubs. Although the Clubs may belong to different Football Associations, such a match shall not be recognised as an international match.
2. An inter league match shall be a match played between two leagues. Although the leagues may belong to different Football Associations, such a match shall not be recognised as an international match subject to the provision of Article 3.4 above.

Article 6: NOTIFICATION

1. Every international "A" match including friendly matches and those played in tournaments or in games comprising any type of football shall be made known to the General Secretariat by the Member Associations organising them at least fourteen (14) days before the matches are held.
2. Failure to give notification of a match within this prescribed period shall incur a fine of NZ\$500. Failure to provide any notification whatsoever shall incur a fine of NZ\$1,000. These fines shall be paid within ten (10) days of receipt of written advice from OFC.

Article 7: REPORT

1. The General Secretary of the Member Association on whose territory the match or the tournament is played shall within fourteen (14) days of each match, notify OFC of the result of the match, the surnames and first names of the referee and assistant referees who officiated, the surnames and first names of the Players and substitutes of each team, and the surnames and first names of the goal scorers. This form shall be filled in and signed.
2. Failure to send the form in within the prescribed period shall incur a fine of NZ \$100 to be paid to OFC. Failure to send the form at all shall incur a fine of NZ \$500. These fines shall be paid within ten (10) days of receipt of the written advice of OFC. In case of repetition, the amount of the fine may be increased by the Disciplinary and Ethics Committee.

INTERCLUB AND INTERLEAGUE MATCHES

Article 8: AUTHORISATION

- 1.** No interclub or inter league matches between teams from different Football Associations shall be played without the express authorisation of the Member Association concerned. The Member Associations shall include a provision in their regulations stipulating at what point in time the clubs are required to seek authorisation and, in addition, the sanctions to be imposed if this rule is breached.
- 2.** A Football Association shall inform the Football Association concerned of every match who it knows has been arranged and played in their area of jurisdiction and for which permission was either not sought or given.
- 3.** Scratch teams consisting of Players not belonging to the same Club or Football Association shall not be permitted to play Clubs or teams representing Football Associations or similar teams unless authorisation has been granted by the Football Association concerned and the Confederation on whose territory the match is planned. If the Players belong to Clubs or Football Associations from different Confederations, the authorisation of FIFA is required.

TOURNAMENTS

Article 9: AUTHORISATION

- 1.** All tournaments involving more than two (2) teams, local or national, (Clubs or representative teams) which belong to different Football Associations must be authorised by OFC. If any of the teams involved belong to different confederations, the authorisation of FIFA is required.
- 2.** The request for authorisation shall be submitted by the Football Association in whose country the tournament is planned to take place at least two (2) months before the commencement of the tournament.
- 3.** The request for authorisation shall be accompanied by a list of the teams who are planning to take part in the tournament and the tournament regulations drawn up by the organising Football Association.
- 4.** If a tournament is played in the territory of a Football Association without prior permission, the Football Association in question shall be fined an amount of at least NZ\$1,000 and may be subject to further sanctions by the OFC Executive Committee, and if necessary, by FIFA.

FINANCIAL ARRANGEMENTS

Article 10: LEVIES

- 1.** The levy to be paid directly to OFC for each international "A" match including friendly matches, those played in tournaments or in games comprising football

- except for junior tournaments - and includes matches of the preliminary Olympic Football Tournament and the preliminary World Cup it shall amount to 1%.

2. This levy to OFC of 1% is in addition to the levies due to FIFA which are governed by Article 10 of the FIFA Regulations Governing the Application of the FIFA Statutes, or by the individual Regulations of the respective FIFA competitions. If one team is from another confederation, the levy payable shall be 0.5% to OFC and 0.5% to the Confederation concerned.

The levies due to the respective confederations in this case shall be paid to FIFA in addition to the 1% due to FIFA and FIFA will retrocede 0.5% to each of the confederations as per Article 10.4 (b) of the Regulations Governing the Application of the FIFA Statutes.

3. The amount shall be based on the gross receipts (ticket sales, advertising rights, rights for television and radio broadcasts, film and video rights and Government or other grants, etc) derived from matches subject to levies.
4. The only deductions that may be made from the gross income are state or local taxes actually paid (but not bank charges or differences in exchange rates) and any charges for the hire of the stadium. The total amount of the deductions shall not exceed 30% of the entire gross income.
5. In the case of the levy due to OFC, the Executive Committee shall have discretion to allow other deductions from the gross gate in addition to those named in paragraph 4 before calculating the OFC levy, and to allow the total amount of the deductions to be greater than 30%.

Article 11: STATEMENT OF ACCOUNT

1. For each match subject to a levy, a detailed statement of account shall be drawn up by the Member Association of the country in which the match has been played.
2. This statement shall contain all the requisite figures reflecting the entire income and any taxes or charges deducted there from.
3. The statement of account and the amount due from the levy shall be sent to OFC within sixty (60) days of the date the match was held.

Failure to conform to these requirements shall be penalised with one of the sanctions provided under the OFC Statutes.

Article 12: MINIMUM CONTRIBUTION

1. Whatever the financial outcome of the match, the minimum contribution to be paid to OFC is NZ\$250.

MATCH AGENTS AND INTERMEDIARIES

Article 13: MATCH AGENTS

1. Match agents may be employed to arrange matches.
2. Match agents hired to organise match between teams from within OFC must be officially recognised by OFC and possess an agent's licence issued by OFC. The Executive Committee shall draw up regulations governing the award of this licence.
3. Match agents hired to organise match between teams from different Confederations shall hold a FIFA Licence.
4. The body responsible for supervising and ruling on any matters connected with the application of the OFC Regulations governing match agents shall be the Executive Committee.
5. OFC shall be entitled to intervene to enforce the agreements concluded between match agents and teams in the following cases:
 - a. if the match or tournament at the source of the dispute involves teams from different National Associations within OFC; and
 - b. if the match agent in question holds an OFC licence.
6. FIFA shall be entitled to intervene to enforce the agreements concluded between match agents and teams in the following cases:
 - a. if the match or tournament at the source of the dispute involves teams from different Confederations; and
 - b. if the match agent in question holds an OFC licence and FIFA licence.

Article 14: INTERMEDIARIES

1. Players and clubs are entitled to engage the services of Intermediaries when concluding an employment contract and/or transfer agreement. Such services must be in compliance with the FIFA Regulations on Working with Intermediaries.

ELIGIBILITY TO PLAY FOR ASSOCIATION TEAMS

Article 15: PRINCIPLE

1. The eligibility to play for representative teams of Member Associations shall be governed in accordance with the FIFA Regulations Governing the Application of the Statutes, and the applicable Official Competitions Regulations.

Article 16: PRINCIPLE OF PROMOTION AND RELEGATION

1. The entitlement of a Club to participate in a domestic league championship shall depend principally on sporting merit. A Club shall qualify to participate in

a domestic league championship by remaining in a certain division or by being promoted or relegated to another at the end of a season.

2. In addition to qualification on sporting merit, the entitlement of a Club to participate in a domestic league championship may be subject to other criteria within the scope of a club licensing procedure, whereby the emphasis is on sporting, infrastructural, administrative, legal and financial considerations. Licensing decisions must be able to be examined by the Member Association's body of appeal.
3. Altering the legal form or company structure of a Club to facilitate its qualification on sporting merit and/or its receipt of a license for a domestic league championship, to the detriment of the integrity of a sports competition, is prohibited. This includes, for example, changing the headquarters, changing the name or transferring stake holdings between different Clubs. Prohibitive decisions must be able to be examined by the Member Association's body of appeal.
4. Each Member Association is responsible for deciding national issues, which shall not be delegated to the Leagues. OFC is responsible for deciding issues involving more than one (1) Football Association within the OFC's territory. FIFA is responsible for deciding international issues involving more than one (1) Confederation.

LAWS OF THE GAME

Article 17: AMENDMENTS TO THE LAWS

1. FIFA shall notify its Member Associations of any amendments and decisions regarding the Laws of the Game within one (1) month of the ordinary annual meeting of the IFAB.
2. The Member Associations shall enforce these amendments and decisions no later than 1 July following the IFAB's annual meeting. Exceptions may be granted only to Member Associations whose football season has not terminated by this date.
3. The Member Associations may apply such amendments and decisions as soon as they have been issued by the IFAB.

MATCH OFFICIALS

Article 18: NOMINATION

1. The referee and assistant referees appointed to officiate at:
 - a. a world cup qualification match must be included in the official FIFA List of International Referees and Assistant Referee; and
 - b. all other OFC Official Competitions must be included in the official FIFA List of International Referees and Assistant Referee or have the OFC

badge accreditation granting an official the right to officiate in OFC Official Competition.

Article 19: REPORT

1. The referee of every international "A" match shall send a report within forty-eight (48) hours of the match both to FIFA and the Member on whose territory the match was played.
2. This report shall be made on the official form included in the FIFA Regulations Governing International Matches.
3. The report shall record all the disciplinary measures taken and the reasons for these measures.

Article 20: REIMBURSEMENT

1. Match Officials at international matches shall be entitled to:
 - a. a daily allowance; and
 - b. paid travel.
2. OFC's Match Officials' agreements and internal travel and financial policies shall determine the amounts, travel category and number of days due for reimbursement to which the Match Officials are entitled.
3. The amount owed to the Match Officials shall be paid to them directly into their nominated bank account after the tournament has ended by OFC.
4. The expenses for hotel, meals and laundry incurred by Match Officials of international matches shall be settled, as set out in the applicable competition regulations, Match Officials' agreements or hosting agreement.

FINAL PROVISION

Article 21: ENFORCEMENT

1. These Regulations Governing the Application of the Statutes were adopted by the Congress on [insert date].

STANDING ORDERS OF THE CONGRESS

Article 1: PARTICIPATION IN THE CONGRESS

1. Each Member Association may be represented at the Congress by a maximum of two (2) Delegates, all of whom may take part in the debates.
2. The names of the Delegates, including the one with the right to vote, shall be notified by the Member Association to the General Secretariat three (3) weeks before the Congress. If the names of Delegates are not notified within the time limit, the Member Association will not be represented at the Congress.
3. The General Secretariat enters the Delegates mentioned on to a list (numbered 1 to 2). The Delegate with the right to vote is entered as number 1. If the Delegate with the right to vote leaves the Congress during the debates, the

Delegate entered as number 2 on the Member Association's delegation list is entitled to vote.

4. OFC shall bear the costs of travel and accommodation for two (2) Delegates of each Ordinary Member taking part in the Congress. The expenses of Delegates of the Associate Members will not be paid by OFC. OFC shall issue appropriate directive in this connection.
5. 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 Member Associations' Delegates shall simultaneously hear each other throughout the Congress.

Article 2: CHAIRPERSON

1. The President shall chair the Congress. If the President is unable to attend the Congress, the longest-serving Vice President available shall deputise. In the event of Vice Presidents having served for an equal period of time, the Vice President that deputises for the President will be selected by the Congress by a vote.
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. The chair may take the following action against any Congress participant who disturbs the debates:
 - a. a call to order;
 - b. a reprimand; or
 - c. exclusion from one or more sessions.
4. If an appeal is made against such action, the Congress shall vote on the appeal immediately without debate.

Article 3: APPOINTMENT OF OFFICIALS

1. At the beginning of the first session, the Congress shall appoint three (3) scrutineers to count the votes given for and against whenever a vote is taken, and to assist the General Secretary in distributing and counting voting papers issued for the elections.
2. The Executive Committee will check the official minutes of the Congress.
3. Official interpreters shall be appointed by the General Secretary to translate into the official languages of the Congress.

Article 4: DEBATES

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

- a. by the chairperson or a member of the Executive Committee designated for this purpose;
 - b. by a representative of the committee designated by the Executive Committee to give a report;
 - c. by a Delegate from the Member that requested the item 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 start speaking until he has obtained permission to do so. Speakers shall address the Congress from the rostrum intended for this purpose, or by means of audio and visual communication.
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.

Article 6: PROPOSALS

1. The Delegates to Congress may submit proposals or amendments in writing to the chairperson. Proposals which the chairperson considers are not relevant to the subject under discussion shall not be admitted to the debate.
2. Any amendment 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 by a Delegate, 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 by a Delegate, it shall immediately be put to the vote without debate. If the motion is approved, permission to speak shall only be granted to those Delegates who have asked to speak before the vote was taken.
3. The chairperson shall close the discussion unless the Congress decides otherwise by a Simple Majority of those voting.

Article 8: VOTES

1. Voting by secret ballot is prohibited except as provided for otherwise in the Statutes.
2. Before each vote, the chairperson, or the person designated by the chairperson, shall read the text of the proposal aloud and explain the voting procedure to the Congress. If an objection is raised by a Delegate, the Congress shall decide immediately.
3. Votes may be taken by roll call if requested by at least five (5) of the Delegates, representing different Member Associations, present and entitled to vote.

4. If a Congress is held in person and by means of audio and visual communication, or by means of audio and visual communication only, each vote shall be taken by calling the roll in English alphabetical order of the Ordinary Members. OFC shall issue online voting guidelines.
5. No Delegate is compelled to vote.
6. All proposals may be decided either by a show hands (voting cards), the use of electronic equipment, by calling the roll or by acclamation as provided in the Statutes.
7. Voting cards shall be visibly held when voting is by a show of hands.
8. Proposals 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.
9. All proposals without objections shall be adopted.
10. Alterations to amendments shall be put to the vote before the amendments proper, and amendments before the main proposal.
11. The chairperson and scrutineers shall check the results of the vote and the chairperson announce it to the Congress.
12. No-one is permitted to speak during the vote and until after the result has been announced.

Article 10: ELECTIONS

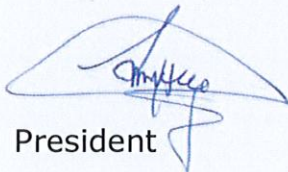
1. Elections shall be carried out by secret ballot. They shall either be conducted with ballot papers or by using televoters, electronic vote counters that guarantee the secrecy of the election. Elections of the President and the FIFA Council members shall not be carried out by using televoters or electronic vote counters.
2. If a Congress is held in person and by means of audio and visual communication, or by means of audio and visual communication only, OFC shall issue online voting guidelines
3. The General Secretary, assisted by the scrutineers, shall conduct the distribution and counting of the ballot papers.
4. The number of ballot papers that have been distributed shall be announced by the chairperson before the count.
5. If the number of ballot papers returned is equal to, or less than, the number of ballot papers distributed, the election shall be declared valid. If the number returned ballot papers exceeds that of the ballot papers distributed, the vote shall be declared null and void and another vote shall be taken immediately.
6. The absolute majority shall be calculated based on the number of valid ballot papers collected or the number of valid votes cast electronically. Blank ballot papers, invalid votes or electronic votes manipulated in any other way as well as abstentions shall be disregarded when calculating the simple majority.

7. If during an election an Ordinary Member casts two or more votes in support of one candidate on one ballot paper or through an electronic vote counter in an election round, or if during a vote a Member Association casts two or more votes for the same matter, all votes are invalid.
8. The chairperson shall announce the result of each ballot.
9. The General Secretary shall put the ballot papers that have been collected and counted into envelopes intended for this purpose and seal them immediately. The General Secretariat shall keep these envelopes and destroy them 60 days after the end of the Congress. In the event of an online Congress, the General Secretariat shall keep the records of the results of the electronic votes in the same manner and destroy the relevant envelope sixty (60) days after the end of the Congress.

Article 11: ENFORCEMENT

1. These Standing Orders of the Congress were adopted by the Ordinary Congress on 8th July 2021.

On behalf of the Congress:

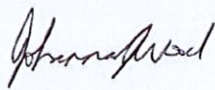


President
Mr Lambert Maltock



General Secretary
Mr Franck Castillo

SIGNED By the Representatives of at least three members:



Johanna Wood
President - NZ Football



Thierry ARIOTIMA
President - TAHITI FOOTBALL



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