

**THE STATUTES OF THE
NORTHERN MARIANAS ISLANDS FOOTBALL ASSOCIATION (NMIFA)
OCTOBER 2022 EDITION
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NMIFA STATUTES
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Definitions

The terms given below denote the following:

AFC:	Asian Football Confederation.
Arbitration Tribunal:	An independent and duly constituted private court of justice acting instead of an Ordinary Court.
Association:	A football Association recognized by and a Member of FIFA and by the relevant confederation. It is a member of FIFA, unless a different meaning is evident from the context.
Association Football:	The game controlled and organized by FIFA, the Confederations and/or the Associations in accordance with the Laws of the Game.
CAS:	Court of Arbitration for Sport based in Lausanne, Switzerland
Club:	A member of an association (that is a Member of FIFA and of the relevant confederation) or a member of a league recognized by an association that enters at least one team in a competition.
CNMI:	Commonwealth of the Northern Mariana Islands.
Confederation:	A group of Associations recognized by FIFA and belonging to the same continent (or similar geographic area).
Congress:	The supreme and legislative body of NMIFA
EAFF:	East Asian Football Federation.
Executive Committee:	The executive body of NMIFA.
FIFA:	Fédération Internationale de Football Association.
IFAB:	The International Football Association Board.

League:	An organization subordinate to an Association.
Member:	A legal person that has been admitted into membership of NMIFA by the Congress.
NB:	References to natural persons include both genders. The singular case applies to the plural and vice-versa.
NMIFA:	Northern Mariana Islands Football Association.
Official:	Any board member (including the members of the Executive Committee), committee member, referee and assistant referee, coach, trainer and any other person responsible for technical, medical and administrative matters in FIFA, a Confederation, an Association, a League or a Club as well as any other persons obliged to comply with the FIFA Statutes.
Ordinary Courts:	State/Commonwealth courts which hear public and private legal disputes.
Player:	A football player registered with an Association.

I. GENERAL PROVISIONS

ARTICLE 1 Name, Headquarters, Legal Form

- 1 NMIFA is a private organization of an associative nature (not for profit, non-stock association as described in Section 501(c)(3) and 5010) of the U.S. Tax Code), in compliance with the legislation of Commonwealth of the Northern Mariana Islands (CNMI)). It is formed for an unlimited period.
- 2 NMIFA headquarters are at 4627 As Gonno Road, Koblerville Village , Saipan, CNMI.
- 3 NMIFA is an Ordinary Member of the AFC and a member of EAFF.
- 4 The flag utilized by NMIFA is the national flag of the Commonwealth of the Northern Mariana Islands consisting of blue background with a white five-pointed star superimposed on a grey latte stone, surrounded by a floral wreath.



- 5 The logo/emblem of NMIFA is dark blue wording of Northern Marianas Islands Football Association superimposed on two light blue quarter circular curves which are superimposed on a dark blue and white football and dark blue silhouette latte stone.



- 6 NMIFA is the abbreviation for Northern Mariana Islands Football Association.
- 7 The logo of NMIFA is filed with the CNMI Registrar of Corporations.

ARTICLE 2 Objectives

The objectives of NMIFA are:

- 1 To improve the game of football constantly and promote, regulate and control it throughout the territory of the CNMI in light of fair play and its unifying, educational, cultural and humanitarian values, particularly through youth and development programs;

- 2 To organize competitions in Association Football in all its forms throughout the territory of the CNMI, by defining precisely, as required, the areas of authority conceded to the various Leagues of which it is composed;
- 3 To draw up regulations and provisions and ensure their enforcement;
- 4 To protect the interests of its Members;
- 5 To respect and prevent any infringement of the Statutes, regulations, directives and decisions of FIFA of the AFC, EAFF and NMIFA as well as the Laws of the Game and to ensure that these are also respected by its Members;
- 6 To promote integrity, ethics, and fair play with a view to prevent all methods or practices, such as corruption, doping or match manipulation, which might jeopardize the integrity of matches, competitions, players, officials and Members or give rise to abuse of Association Football;
- 7 To promote and strengthen good governance principles and practices throughout the territory of the CNMI and encourage its Members to adopt their own good governance principles;
- 8 To promote the development of women's football and the full participation of women at all levels of football governance;
- 9 To control and supervise all friendly football matches of all forms played throughout the territory of the CNMI;
- 10 To control and supervise Association Football throughout the territory of the CNMI, including all forms of international football matches played,, in accordance with the relevant Statutes and regulations of FIFA and of the AFC;
- 11 To manage international sporting relations connected with Association Football, in all its forms;
- 12 To host competitions at international and other levels; and
- 13 To promote the interests and teach the sport of football to the youth of the CNMI, to aid and assist in combating juvenile delinquency or lessening the burden of the Government.
- 14 NMIFA is organized and shall be operated exclusively for charitable and educational purposes as specified in Section 501(c) (3) and as qualified amateur sports organization under 501G) of the Internal Revenue Code of 1986, mirrored for the Commonwealth of the Northern Mariana Islands income tax purposes, as it now exists or as it may hereafter be amended, or to corresponding provisions of any subsequent federal tax laws as mirrored for the Commonwealth of the Northern

Mariana Islands Income Tax purposes (hereinafter referred to as the "Code").

ARTICLE 3 Human rights

- 1 NMIFA is committed to respecting all internationally recognized human rights and shall strive to promote the protection of these rights.

ARTICLE 4 Non-Discrimination and Equality

- 1 Discrimination of any kind against a country, private person or group of people on account of race, skin color, ethnic, national or social origin, gender, disability, language, religion, political or any other opinion, wealth, birth or any other status, sexual orientation or any other reason is strictly prohibited and punishable by suspension or expulsion and/or other disciplinary measures.

ARTICLE 5 Neutrality and Institutional Independence

- 1 NMIFA is neutral in matters of politics and religion.
- 2 The Members of NMIFA shall also be neutral in matters of politics and religion and shall ensure that their own members remain neutral.
- 3 NMIFA shall remain independent and shall avoid any form of undue political interference. NMIFA shall manage its affairs independently and shall ensure that its own affairs are not influenced by any third parties.

ARTICLE 6 Promoting Friendly Relations

- 1 NMIFA shall promote friendly relations between its Members, Clubs, Officials and Players and in society for humanitarian objectives.
- 2 NMIFA shall provide the necessary institutional means to resolve any internal dispute that may arise between Members, Clubs, Officials and Players of NMIFA.

ARTICLE 7 Players

- 1 The status of Players and the provisions for their transfer shall be regulated by the Executive Committee of NMIFA in accordance with the current FIFA Regulations on the Status and Transfer of Players.
- 2 Players shall be registered in accordance with the regulations of NMIFA.

ARTICLE 8 Laws of the Game

- 1 NMIFA and each of its Members shall play Association Football in compliance with the Laws of the Game issued by the IFAB. Only the IFAB may lay down and alter the Laws of the Game.

ARTICLE 9 Conduct of Bodies, Officials and others

- 1 All bodies and Officials of NMIFA must observe the Statutes, regulations, directives, decisions and the disciplinary and ethics code of the AFC, EAFF and NMIFA in their activities.
- 2 Every person and organization involved in the game of Association Football, in the territory of CNMI is obliged to observe the Statutes and regulations of FIFA, the AFC, EAFF and NMIFA, and any other relevant Statutes, as well as the principles of fair play, loyalty, integrity and sportsmanship.

ARTICLE 10 Official Languages

- 1 The official language of NMIFA shall be English. Official documents and texts shall be written in this language.
- 2 The official language(s) at the Congress shall be English.

II. MEMBERSHIP

ARTICLE 11 Admission, Suspension and Expulsion

- 1 The Congress shall decide whether to admit, suspend or expel a Member.
- 2 Admission may be granted if the applicant fulfills the requirements of NMIFA in accordance with these Statutes.
- 3 Membership is terminated by resignation or expulsion. Loss of membership does not relieve the Member from its financial obligations towards NMIFA or other Members of NMIFA but leads to cancellation of all rights in relation to NMIFA.
- 4 Membership in NMIFA is nontransferable and non-assignable.
- 5 NMIFA shall ensure that all relevant stakeholders are represented within its Congress. The interests of women's football shall also be adequately represented in the Congress.

ARTICLE 12 Members

The Members of NMIFA are:

- a) Clubs;

ARTICLE 13 Admission

- 1 Any legal person wishing to become a Member of NMIFA shall apply in writing to the general secretariat of NMIFA.
- 2 The application must be accompanied by the following mandatory items:
 - a) A copy of its legally valid statutes or constitutional document, and if applicable, regulations;
 - b) A declaration that it will comply with the Statutes, regulations and decisions of NMIFA, the AFC and EAFF at all times and ensure that these are also respected by its own Members, Clubs, Officials and Players;
 - c) A declaration that it will comply with the Laws of the Game in force as laid down by the IFAB;
 - d) A declaration that it will refer in the last instance (i.e., after exhaustion of all internal channels within NMIFA) any dispute of its territorial dimension arising from or related to the Statutes, regulations, directives and decisions of NMIFA only 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 CNMI;
 - e) A declaration that any dispute of international dimension arising from or related to the Statutes, regulations, directives and decision of the AFC or EAFF may only be submitted in the last instance to CAS;
 - f) A declaration that it recognizes the jurisdiction of the Court of Arbitration for Sport (CAS) in Lausanne, Switzerland as specified in these Statutes;
 - g) A declaration that it is located and registered (if legally required) in the territory of CNMI;
 - h) A declaration that it will play all official home matches in the territory of CNMI;
 - g) A declaration to the effect that the legal composition of the applicant guarantees that it can make decisions independently of any external entity;
 - h) A declaration to the effect that the members of its own bodies were elected or appointed as a result of a procedure that guarantees the complete independence of the election or appointment;
 - i) A list of Officials, specifying those who are authorized signatories with the right to enter into legally binding agreements with third parties;
 - j) A declaration that it undertakes to organize or participate in friendly matches only with the prior consent of NMIFA;
 - j) A copy of the minutes of its last congress or constitutional meeting.
- 3 This article shall not affect the status of existing Members.

ARTICLE 14 Request and Procedure for Application

- 1 The procedure for admission shall be regulated by special regulations approved by the Executive Committee of NMIFA.
- 2 The Executive Committee shall request the Congress to either admit an applicant or not. The applicant may state the reasons for its application to the Congress.
- 3 The new Member shall acquire membership rights and duties as soon as it has been admitted. Its delegates are eligible to vote and be elected with immediate effect.

ARTICLE 15 Members' Rights

- 1 The Members of NMIFA have the following rights:
 - a) To take part in the Congress of NMIFA, to know its agenda in advance, to be called to the Congress within the prescribed time, to exercise their rights to participate in the debates and discussion and to exercise their voting rights;
 - b) To draw up proposals for inclusion in the agenda of the Congress;
 - c) To nominate candidates for elections and/or appointment to the relevant bodies of NMIFA;
 - d) To be informed of the affairs of NMIFA through the official bodies of NMIFA;
 - e) To take part in competitions (if applicable) and/or other sports activities organized by NMIFA;
 - f) To exercise all other rights arising from the Statutes of NMIFA and regulations of NMIFA.
- 2 The exercise of these rights is subject to other provisions in the Statutes of NMIFA and the applicable regulations.

ARTICLE 16 Members' Obligations

- 1 The Members of NMIFA have the following obligations:
 - a) To comply fully with the Statutes, regulations, directives and decisions of FIFA, the AFC, EAFF and NMIFA at all times and to ensure that these are also respected by its members;
 - b) To ensure the democratic election of its decision-making bodies;
 - c) To take part in the competitions (if applicable) and other sports activities organized by NMIFA;
 - d) To pay their membership subscriptions;
 - e) To respect the Laws of the Game as laid down by the IFAB, and to ensure that these are also respected by its members through a statutory provision;
 - f) To adopt a statutory clause specifying that any dispute throughout the territory arising from or related to the Statutes, regulations, directives and decisions of

NMIFA may only be referred in the last instance (i.e., after exhaustion of all internal channels within NMIFA) 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 CNMI;

- g) To adopt a statutory clause specifying that any dispute of international dimension arising from or related to the Statutes, regulations, directives and decision the AFC, and EAFF may only be submitted in the last instance to CAS, as specified in the Statutes of the AFC;
 - h) To manage their affairs independently and ensure that their own affairs are not influenced by any third parties in accordance with art. 20 of these Statutes;
 - i) To ensure that their bodies are either elected or appointed according to a procedure that guarantees the complete independence of the election or appointment;
 - j) To communicate to NMIFA any amendment to its Statutes and regulations as well as the list of its Officials or persons who are authorized signatories, with the right to enter into legally binding agreements with third parties;
 - k) To not maintain any relations of a sporting nature with entities that are not recognized or with Members that have been suspended or expelled;
 - l) To observe the principles of loyalty, integrity and good sporting behavior as an expression of fair play through a statutory provision;
 - m) To observe the mandatory items specified under article 13 paragraph 2 for the duration of their affiliation;
 - n) To administer a register of members which shall regularly be updated;
 - o) To ratify Statutes that are in accordance with the requirements of these Statutes;
 - p) To comply fully with all other duties arising from the Statutes and other regulations of FIFA, the AFC, EAFF and NMIFA; and
 - m) To be held responsible for the good conduct and all financial commitments of their members toward NMIFA, EAFF the AFC and FIFA.
- 2 Violation of the above-mentioned obligations by any Member may lead to sanctions provided for in these Statutes.
- 3 Violation of par. 1 h) above may also lead to sanctions, even if the third-party influence was not the fault of the Member concerned. Each Member of NMIFA is responsible towards it for all acts of the members of their bodies caused by the gross negligence or willful misconduct of such members.

ARTICLE 17 Suspension

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

- 2 The presence of a simple majority (more than 50%) of the delegates representing the Members eligible to vote is necessary for a suspension to be valid. A suspension of a Member by the Congress or the Executive Committee shall be confirmed at the next Congress by a two-thirds of the valid votes cast. If it is not confirmed, the suspension is automatically lifted.
- 3 A suspended Member shall lose its membership rights. Other Members may not entertain sporting contact with a suspended Member. The Disciplinary Committee may impose further sanctions.
- 4 Members who do not participate in the sports activities of NMIFA for two consecutive years shall be suspended from voting at the Congress and their representatives shall not be elected or appointed until they have fulfilled their obligations in this respect.

ARTICLE 18 Expulsion

- 1 The Congress may expel a Member if:
 - a) It fails to fulfill its financial obligations towards NMIFA;
 - b) It seriously and repeatedly violates the Statutes, regulations, directives or decisions of FIFA, the AFC, EAFF and NMIFA; and
 - c) Other improper activities are found.
- 2 The presence of an absolute majority (more than 50%) of Members entitled to vote at the Congress is necessary for an expulsion to be valid, and the motion for expulsion must be adopted by a ~~three-quarters~~ (3/4) majority of the valid votes cast.

ARTICLE 19 Resignation

- 1 A Member may resign from NMIFA with effect from the end of calendar year. Notice of resignation must reach the general secretariat no later than sixty-days (60) prior to the effective date of the resignation.
- 2 The resignation is not valid until the Member wishing to resign has fulfilled its financial obligations towards NMIFA and the other Members of NMIFA.

ARTICLE 20 Independence of Members and Their Bodies

- 1 Each Member shall manage its affairs independently and with no undue influence from third parties.
- 2 The Members' bodies shall be either elected or appointed. The Members' Statutes shall provide for a democratic procedure that guarantees the complete independence of the election or appointment.

- 3 Any Members' bodies that have not been elected or appointed in compliance with the provisions of par. 2 above, even on an interim basis, shall not be recognized by NMIFA.
- 4 Decisions passed by bodies that have not been elected or appointed in compliance with par. 2 above shall not be recognized by NMIFA.

ARTICLE 21 Status of Clubs, Leagues, and other groups of Clubs

- 1 Clubs, Leagues, or any other groups of Clubs affiliated to NMIFA shall be subordinate to and recognized by NMIFA. There shall only be one top-tier national league on the territory of the CNML.
- 2 These Statutes define the scope of authority and the rights and duties of these Clubs and groups. Their statutes and regulations shall be in line with the requirements and obligations of the Statutes and regulations of NMIFA. NMIFA shall have the primary responsibility to regulate matters relating to refereeing, the fight against doping, the registration of players, club licensing, the imposition of disciplinary measures, including ethical misconduct, as well as measures required to protect the integrity of competitions.
- 3 The affiliated Clubs and groups of NMIFA shall take all decisions on any matters regarding their membership independently of any external body. This obligation applies regardless of their corporate structure.
- 4 In any case, no natural or legal person (including holding companies and subsidiaries) shall exercise control over more than one Club or group whenever the integrity of any match or competition could be jeopardized.

III. HONORARY PRESIDENT AND HONORARY MEMBER

ARTICLE 22 Honorary President and Honorary Member

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

IV. ORGANIZATION

ARTICLE 23 Bodies

- 1 The Congress is the supreme and legislative body.
- 2 The Executive Committee is the executive body.
- 3 Standing and ad-hoc committees shall advise and assist the Executive Committee in fulfilling their duties. Their duties, composition and function are defined in these Statutes and/or special regulations drawn up by the Executive Committee.
- 4 The general secretariat is the administrative body.
- 5 The independent committees fulfil their functions in accordance with these Statutes and applicable regulations. The independent committees are the Audit and Compliance committee, the electoral committees, and the judicial bodies.
- 6 The judicial bodies are the Disciplinary and Ethics Committee and the Appeals Committee.
- 7 The bodies of NMIFA shall be either elected or appointed by NMIFA itself without any undue external influence and in accordance with the procedures described in these Statutes. The members of the bodies shall not have previously been found guilty of any criminal offence incompatible with the position.
- 8 Any member of the bodies must withdraw from the debate and from taking a decision if there is any risk or possibility of a conflict of interest. Members of the bodies shall always be aware of, and comply with, the relevant provisions of the AFC Disciplinary and Ethics Code on conflict of interest and adjust their conduct as necessary.

ARTICLE 24 Dismissal of a Member of a Body

- 1 The Congress may dismiss a member of a body. The Executive Committee may also dismiss a member of a body provisionally, with the exception of the members of the independent committees. The provisional dismissal approved by the Executive Committee shall be confirmed by the next Congress unless the Executive Committee has lifted it in the meantime. If the next Congress is of an elective nature, a dismissed member shall be allowed to be an elective candidate (provided that he fulfils the relevant eligibility criteria) on a conditional basis depending on the final decision of the Congress on his dismissal which shall be taken before the election.
- 2 The motion for dismissal must be justified and shall be sent to the members of the Executive Committee and/or to the Members of NMIFA along with the respective agenda.
- 3 The member of the body in question has the right to defend himself in front of the NMIFA Statutes, October 2022

Executive Committee and/or the Congress.

- 4 The motion for dismissal shall be decided by means of secret ballot at the Executive Committee and/or the Congress. For the motion to be passed, a two-third (2/3) majority of the valid votes cast is required.
- 5 The member dismissed (provisionally or not) is relieved of his functions with immediate effect.

A. CONGRESS

ARTICLE 25 Definition and Composition of the Congress

- 1 The Congress is the meeting at which all the Members of NMIFA regularly convene. It represents the supreme and legislative authority of NMIFA. Only a Congress that is regularly convened has the authority to make decisions.
- 2 The Congress shall be constituted in accordance with the principles of representative democracy and shall consider the importance of gender equality in football.
- 3 A Congress may be Ordinary or Extraordinary.
- 4 The President shall chair the Congress in compliance with the standing orders of the Congress.
- 5 The honorary presidents or honorary members may take part in the Congress. They may join the debates but are not entitled to vote.

ARTICLE 26 Delegates and Votes

- 1 Each Member shall have one vote and is entitled to be represented by a maximum of two delegates to participate in the Congress. One of the two delegates shall exercise the right to vote on behalf of the Member.
- 2 Delegates must belong to the Member that they represent and be appointed or elected by the appropriate body of that Member. They must also be able to produce evidence of this upon request.
- 3 Only the authorized delegates present are entitled to vote. Voting by proxy or by letter is not permitted.
- 4 No delegate shall be allowed to represent more than one club.
- 5 The Executive Committee shall take part in the Congress without voting rights. During their terms of office, members of the Executive Committee may not be appointed as delegates to the Congress.

- 6 The General Secretary shall take part in the Congress without voting rights.
- 7 The names of the delegates must reach the general secretariat at least fifteen (15) days before the day of the Congress, indicating who has the right to vote. In the same communication, the Club may identify an alternate delegate who may vote if the authorized voting delegate is unable to participate in the Congress in case of an emergency.

ARTICLE 27 Area of Authority

The Congress has the following authority:

- a) Adopting or amending the Statutes of NMIFA, regulations governing the application of the Statutes of NMIFA and the standing orders of the Congress;
- b) Appointing three Members to check the minutes and approving the minutes of the last meeting;
- c) Electing the President and the vice-presidents and members of the Executive Committee;
- d) Electing the chairpersons, the deputy chairpersons and members of the independent committees (i.e., Audit and Compliance Committee, electoral committee, and judicial bodies.) upon proposal of the Executive Committee;
- e) Appointing the scrutineers to count the votes and to assist the General Secretary in distributing the ballot papers issued for the elections;
- f) Approving the annual audited financial statements and the annual report;
- f) Approving the budget;
- g) Approving the President's activity report;
- h) Appointing the independent and external auditors upon the proposal of the Executive Committee;
- i) Fixing the membership subscriptions upon proposal of the Executive Committee;
- j) Bestowing the title of honorary president or honorary member, upon the nomination of the Executive Committee;
- k) Admitting, suspending or expelling a Member;
- l) Dismissing a member of a body of NMIFA;
- l) Revoking the mandate of one or a number of members of a body of NMIFA;
- m) Dissolving NMIFA; and
- n) Passing decisions at the request of a Member in accordance with these Statutes or passing any decision entrusted to the Congress in accordance with these Statutes;

ARTICLE 28 Quorum of the Congress

- 1 The quorum for the Congress shall be the simple majority (more than 50%) of the Members who are entitled to vote.

- 2 If a quorum is not achieved, a second Congress shall take place within twenty-four (24) hours with the same agenda.
- 3 A quorum is not required for the second meeting of the Congress unless any item on the agenda proposes the amendment of the Statutes of NMIFA, the election of the President, vice-presidents or members of the Executive Committee, the election of the chairpersons, deputy chairpersons or members of the independent committees, the dismissal of a member of a body of NMIFA, the suspension or expulsion of a Member of NMIFA or the dissolution of NMIFA.

ARTICLE 29 Decisions of the Congress

- 1 A decision that requires a vote shall be reached by a show of hands or by means of an electronic count, unless decided otherwise by the Congress. If a show of hands does not result in a clear majority in favor of a motion, the vote shall be taken by calling the roll in alphabetical order.
- 2 Unless otherwise stipulated in the Statutes of NMIFA, a simple majority (more than 50%) of the valid votes cast is sufficient for a decision to be valid. Blank ballot papers, invalid vote or electronic votes manipulated in any way as well as abstentions shall be disregarded in calculating the majority.

ARTICLE 30 Elections

- 1 Elections shall be conducted in accordance with the Electoral code of NMIFA and shall be supervised by the Electoral Committee.
- 2 Elections shall be conducted by secret ballot. Where candidates have no opponent for the seat, they may be elected by acclamation. No voting by letter or proxy is permitted.
- 3 The position of the President shall be elected as follows:
 - a) where there are two (2) candidates on the first ballot, a simple majority (more than 50%) of the valid votes cast of the Members who are present and eligible to vote is necessary; and
 - b) where there are more than two (2) candidates on the first ballot, two-thirds (2/3) of the votes of the Members who are present and eligible to vote are necessary. Should no candidate receive two-third (2/3) of the votes on the first ballot, all candidates move to the second ballot. From the second ballot (if required) onwards, a simple majority (more than 50%) of the valid votes cast of the Members who are present and eligible to vote is necessary. If no candidate is elected, the candidate obtaining the lowest number of votes shall be eliminated from the subsequent ballot. This process shall continue (if required) until two (2) candidates remain and a simple majority is achieved.

- 4 The other positions listed in Article 37 shall be elected as follows:
- a) where there is one (1) position available on the first ballot, a simple majority (more than 50%) of the valid votes cast of the Members who are present and eligible to vote is necessary. If no candidate elected, the candidate obtaining the lowest number of votes shall be eliminated from the subsequent ballot. All subsequent ballots shall require the same simple majority to be achieved. This process shall continue until two (2) candidates remain and a simple majority is achieved:
 - b) Where there is more than one (1) position available on the first ballot, a simple majority (more than 50%) of the valid votes cast by the Members who are present and eligible to vote is necessary. Where:
 - i) at least one (1) candidate is elected but not all positions are filled, all remaining candidates shall move into the subsequent ballot;
 - ii) no candidate is elected, the candidate obtaining the lowest number of votes shall be eliminated from the subsequent ballot;
 - c) all subsequent ballots shall require the same simple majority to be achieved. This process shall continue until two (2) candidates remain and a simple majority is achieved.
- 5 The chairpersons, deputy chairpersons, and members of the independent committees (i.e., Audit and Compliance Committee, electoral committees and judicial bodies) shall be elected upon proposal of the Executive Committee. These elections may be conducted en bloc. However, at the request of a majority of the Members, a separate vote for a specific candidate shall take place.
- 6 In case of a tied vote in any elections of any body, two new ballots shall be conducted in accordance with the procedure set forth in this article. If the tied vote remains, the relevant position shall remain vacant until a new elective Congress convenes to proceed with new elections according to these Statutes.
- 7 Blank ballot papers, invalid votes or electronic votes manipulated in any way as well as abstentions shall be disregarded when calculating the majority.
- 8 Candidature for any of the positions of the Executive Committee shall be sent to the general secretariat at least 45 days before the relevant elective Congress. The official list of candidates must be passed to the Members of NMIFA at least 30 days before the Congress at which the Executive Committee shall be elected. The provisions of this paragraph shall only apply when elections take place during an Extraordinary Congress.
- 9 Candidatures for any of the positions of the independent committees (i.e. Audit and Compliance Committee, electoral committees and judicial bodies) must be passed to the Members of NMIFA at least 45 days before the Congress at which the members in question shall be elected.

ARTICLE 31 Ordinary Congress

- 1 The Ordinary Congress shall be held every year.
- 2 The Executive Committee shall fix the place and date. The Members shall be notified in writing at least 60 days in advance.
- 3 Any proposal that a Member wishes to submit to the Congress shall be sent to the general secretariat in writing, with a brief explanation, at least 45 days before the date of the Congress.
- 4 The formal convocation shall be made in writing at least 30 days before the date of the Congress. This convocation shall contain the agenda, the President's activity reports, the financial statements and the independent and external auditor's reports and any other relevant documents.

ARTICLE 32 Ordinary Congress Agenda

- 1 The General Secretary shall draw up the agenda based on proposals from the Executive Committee and the Members.
- 2 The Congress agenda shall include the following mandatory items:
 - a) A declaration that the Congress has been convened and composed in compliance with the Statutes of NMIFA;
 - b) Approval of the agenda;
 - c) An address by the President;
 - d) Appointment of Members to check the minutes;
 - e) Appointment of scrutineers;
 - f) Suspension or expulsion of Members (if applicable);
 - g) Approval of the minutes of the preceding Congress;
 - h) President's activity report (containing the activities since the last Congress);
 - i) Presentation of the consolidated and revised balance sheet and the profit and loss statement;
 - j) Approval of the financial statements;
 - k) Approval of the budget;
 - l) Admission for membership (if applicable);
 - m) Votes on proposals for amendments to the Statutes of NMIFA, the regulations governing the application of the Statutes of NMIFA and the standing orders of the Congress (if applicable);
 - n) Discussion of proposals submitted by the Members and the Executive Committee;
 - o) Appointment of independent and external auditors (if applicable) upon the proposal of the Executive Committee;
 - p) Dismissal of a person or body (if applicable);
 - q) Election of the President, vice-president, and members of the Executive

- Committee (if applicable);
- r) Election of the members of the independent committees, i.e., the Audit and Compliance Committee, electoral committee and judicial bodies (if applicable);
- 3 The agenda of an Ordinary Congress may be altered, provided two-thirds (2/3) of the Members present at the Congress and eligible to vote agree to such a motion.
- 4 The Congress shall not decide on any point not included in the agenda.

ARTICLE 33 Extraordinary Congress

- 1 The Executive Committee may convene an Extraordinary Congress at any time.
- 2 The Executive Committee shall convene an Extraordinary Congress if one-third (1/3) of the Members of NMIFA make such a request in writing. The request shall specify the items to be included in the agenda. An Extraordinary Congress shall be held within thirty (30) days of receipt of the written request. If an Extraordinary Congress is not convened, the Members who requested it may convene the Congress themselves. In doing so, they shall inform all the Members of NMIFA and the Executive Committee of the date and location of the Extraordinary Congress, along with the items to be included in the agenda in accordance with par. 3 below.
- 3 The Members shall be notified of the place, date and agenda at least 30 days before the date of the Extraordinary Congress.
- 4 When an Extraordinary Congress is convened on the initiative of the Executive Committee, it must draw up the agenda. When an Extraordinary Congress is convened upon the request of Members, the agenda must contain the points raised by those Members.
- 5 The agenda of an Extraordinary Congress may not be altered.

ARTICLE 34 Amendments to the Statutes, (Regulations Governing the Application of the Statutes and the Standing Order 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 Any proposals for an amendment to the Statutes must be submitted in writing with a brief explanation to the general secretariat by a Member or by the Executive Committee. A proposal submitted by a Member is valid, provided it has been supported in writing by at least two (2) other Members of NMIFA.

- 3 For a vote on an amendment to the Statutes to be valid, a simple majority (more than 50%) of the Members eligible to vote must be present.
- 4 A proposal for an amendment to the Statutes shall be adopted only if two-thirds (2/3) of the Members present and eligible to vote agree to it.
- 5 Any proposal to amend the regulations governing the application of the Statutes of NMIFA and the standing orders of the Congress must be submitted in writing with a brief explanation by a Member or by the Executive Committee to the general secretariat.
- 6 A proposal for an amendment to the regulations governing the application of the Statutes of NMIFA and the standing orders of the Congress shall be adopted only if a simple majority of the Members present and eligible to vote agree to it.

ARTICLE 35 Minutes

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

ARTICLE 36 Effective Dates of Decisions

Decisions passed by the Congress shall come into immediate effect for the Members after closing of the Congress unless the Congress fixes another date for a decision to take effect.

B. EXECUTIVE COMMITTEE

ARTICLE 37 Composition

- 1 The Executive Committee consists of five (5) members as follows:
 - One (1) President
 - One (1) Vice-president
 - Three (3) members, at least one of which shall be a woman.
- 2 The President, the vice-president, and the members of the Executive Committee shall be elected by the Congress in accordance with the article 30 of these Statutes. Every candidate in the election of Executive Committee members must be proposed by at least one Member and seconded by at least one other Member. They shall undergo an integrity check, to be conducted by the Audit and Compliance Committee, prior to their election or re-election.

- 3 The mandate of the President, Vice-president and three (3) members of the Executive Committee is for four (4) years. Their mandates shall immediately begin after the end of the Congress which has elected them and expire at the end of the Congress at which their successors are elected. No person may serve as President for more than three terms of office (whether consecutive or not). All other members (including vice-president) of the Executive Committee may serve for no more than three terms of office (whether consecutive or not). Any partial term of office shall count as one full term.

Previous terms served on the Executive Committee shall not be considered in determining the term limit of a President.

- 4 The President, Vice-president and one (1) member of the Executive Committee shall be elected at the same Congress and two other (2) members of the Executive Committee shall be elected at another Congress, 2 years after the election of the President, Vice-president and one (1) member of the Executive Committee, to keep the staggered alternating terms inside the Executive Committee.

The members of the Executive Committee shall have already been active in football and shall fulfil the prerequisites stipulated in Art. 23 par. 8 of these Statutes.

- 5 A Member of the Executive Committee may not be a member of an independent committee at the same time and may not be appointed/elected as a delegate representing a Member at the Congress.
- 6 If a position becomes vacant, the Executive Committee shall fill that position until the next Congress, when a replacement for the position will be elected for the remaining term of office.
- 7 If more than 50% of the positions of the Executive Committee become vacant, the General Secretary shall convene an Extraordinary Congress within the prescribed period of time.
- 8 Any position within the Executive Committee shall be considered vacant in case of death, resignation, or if the member concerned is permanently prevented from performing his official function.
- 9 Members of the Executive Committee may resign at any time by giving written notice of such resignation to the Executive Committee. Such resignation shall be effective at the time specified therein, or if no time is specified, upon receipt.

ARTICLE 38 Meetings

- 1 The Executive Committee shall meet at least four times a year.

- 2 The President shall convene the Executive Committee meetings. If fifty percent (50%) of the Executive Committee requests a meeting, the President shall convene it within fourteen (14) days of the receipt of the request. If the President does not convene the requested meeting by the aforementioned deadline, the other members of the Executive Committee shall convene it themselves but must send the agenda to all members of the Executive Committee at least three days before the meeting.
- 3 The President, assisted by the general secretariat, shall compile the agenda. Each member of the Executive Committee is entitled to propose items for inclusion in the agenda. The members of the Executive Committee must submit the points they wish to be included in the agenda for the meeting to the general secretariat at least seven (7) days before the meeting. The agenda must be sent out to the members of the Executive Committee at least two days before the meeting.
- 4 The General Secretary shall take part in the meetings of the Executive Committee in a consultative role without a voting right. If the General Secretary is unable to attend a meeting, he may nominate a representative to attend the meeting on his behalf, subject to the approval of the Executive Committee.
- 5 The meetings of the Executive Committee shall not be held in public. The Executive Committee 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.
- 6 If the members of the Executive committee cannot meet physically, decisions may be passed through other modern means of written communication (e.g., emails or messaging apps).
- 7 Any member of the Executive Committee who is absent for three (3) consecutive meetings or any six (6) meetings is automatically suspended from the said committee until the Executive Committee decides on the validity of the absences. The Executive Committee can dismiss such a member of the Executive Committee provisionally. The dismissal shall be confirmed at the next Congress.

ARTICLE 39 Powers of the Executive Committee

The Executive Committee shall have the following powers:

- 1 Passing decisions on all cases that do not come within the sphere of responsibility of the Congress or are not reserved for other bodies by law or under these Statutes;
- 2 Preparing, with the assistance of the general secretariat, and convening the Ordinary and Extraordinary Congress of NMIFA;
- 3 Appointing the chairmen, deputy chairmen and members of the standing committees;
- 4 Deciding to set up ad-hoc committees, if necessary, at any time;
- 5 Approving and issuing the regulations for the organization of standing committees and ad- hoc committees;

- 6 Appointing the General Secretary on the proposal of the President. The General Secretary may be dismissed by the Executive Committee without prior proposal of the President.
- 7 Proposing the independent and external auditors to the Congress;
- 8 Appointing replacements for vacancies in the independent committees until the next Congress.
- 9 Deciding the place and dates of and the number of teams participating in the competitions of NMIFA;
- 10 Appointing the coaches for the representative teams and other technical staff;
- 11 Approving and issuing the regulations stipulating how NMIFA shall be organized internally;
- 12 Ensuring that these Statutes are applied, and adopting the executive arrangements required for their application;
- 13 Dismissing a person of a body or suspend a Member of NMIFA provisionally until the next Congress;
- 14 Delegating tasks arising under its area of authority to other bodies of NMIFA or third parties;
- 15 Taking such other action which, it deems necessary and appropriate which are consistent with its authority within these Statutes and within the law.

ARTICLE 40 Decisions

- 1 The Executive Committee shall not engage in valid debate unless three (3) members are present, representing a majority of the Executive Committee.
- 2 The Executive Committee shall reach decisions by a simple majority (more than 50%) of the members present. In the event of tied vote, the President shall have the casting vote. Voting by proxy or by letter is not permitted.
- 3 Any member of the Executive Committee must withdraw from the debate and from taking a decision if there is any risk or possibility of a conflict of interests.
- 4 The decisions taken shall be recorded in the minutes.
- 5 The decisions taken by the Executive Committee shall come into effect immediately, unless the Executive Committee decides otherwise.

C. PRESIDENT

ARTICLE 41 President

- 1 The President is primarily responsible for:
 - a) Implementing the decisions passed by the Congress and the Executive Committee through the general secretariat;

- b) Ensuring the effective functioning of the bodies of NMIFA in order that they achieve the objectives described in these Statutes;
 - c) Supervising the work of the general secretariat;
 - d) the relations between NMIFA and its Members, the AFC, EAFF, political bodies and other organizations.
- 2 Only the President may propose to the Executive Committee the appointment of the General Secretary.
 - 3 The President shall appoint the managerial staff in the general secretariat on the proposal of the General Secretary.
 - 4 The President shall preside over the Congress, the Executive Committee meetings and the meetings of those committees of which he has been appointed as the chairman.
 - 5 The President shall have an ordinary vote on the Executive Committee.
 - 6 If the President is absent or unavailable, the Vice President shall deputize.
 - 7 Any additional powers of the President shall be contained in the internal organization regulations of NMIFA.

ARTICLE 42 Representation and Signature

The President represents NMIFA legally and is entitled to sign for NMIFA. The Executive Committee may set up internal organization regulations regarding the joint signature of office holders, in particular, in case of the President's absence, for all important business of NMIFA.

D. GENERAL SECRETARIAT

ARTICLE 43 General Secretariat

The general secretariat shall carry out all the administrative work of NMIFA under the direction of the General Secretary. The members of the general secretariat are bound by the internal organizational regulations of NMIFA and fulfill the given tasks in the best manner.

ARTICLE 44 General Secretary

- 1 The General Secretary is the chief executive officer of the general secretariat.
- 2 The General Secretary shall be appointed by the Executive Committee based on an agreement governed by private law and shall have the necessary professional qualifications and/or experience.

- 3 The General Secretary shall be responsible for:
- a) Implementing decisions passed by the Congress and the Executive Committee in compliance with the President's directives;
 - b) Attending the Congress and meetings of the Executive Committee, the standing, and ad-hoc committees;
 - c) Organizing the Congress and meetings of the Executive Committee and other bodies;
 - d) Compiling the minutes for the meetings of the Congress, Executive Committee, standing, and ad-hoc committees;
 - e) Managing and keeping the accounts of NMIFA properly;
 - f) The correspondence of NMIFA and publications;
 - g) Relations with the Members, Committees, the AFC and EAFF under the direction of the President;
 - h) Organizing the general secretariat;
 - i) The appointment, discipline and dismissal of staff working in the general secretariat; and
 - j) Proposing managerial staff to the President.
- 4 The General Secretary may not be a Congress delegate or a member of any body of NMIFA.
- 5 In the absence of the General Secretary, an Acting General Secretary shall be appointed by the Executive Committee.

E. STANDING COMMITTEES

ARTICLE 45 Standing Committees

- 1 The standing committees of NMIFA are:
- a) Finance Committee
 - b) Organizing Committee for NMIFA competitions
 - c) Technical and Development Committee
 - d) Referees' Committee
 - e) Women's Football Committee
 - f) **Marketing and Media Committee and**
 - g) **Players' Status Committee**
- 2 Chairpersons of the standing committees shall be taken from members of the Executive Committee. The members of each standing committee shall be appointed by the Executive Committee on the proposal of the Members of NMIFA or the President of NMIFA. The chairpersons, deputy chairpersons and the members of the standing committees shall be designated for a term of office of four (4) years. Members of the

standing committees may be re-appointed and may also be relieved of their duties at any time.

- 3 Each chairperson shall represent his committee and conduct business in compliance with the internal organization regulations drawn up by the Executive Committee.
- 4 Each chairperson shall fix the dates of meetings in collaboration with the General Secretary, ensure that all tasks are carried out and report back to the Executive Committee.
- 5 Each committee may propose amendments to the relevant provisions of the internal organization regulations to the Executive Committee and shall undertake any other projects as directed by the Executive Committee.
- 6 Any member of the Standing Committee or Ad-Hoc Committees who is absent for three (3) consecutive meetings or any five (5) meetings without a properly accepted apology is automatically suspended from the said committee. This suspension shall be ratified by the Executive Committee.

ARTICLE 46 Finance Committee

The Finance Committee shall monitor the financial management and advise the Executive Committee on financial matters and asset management. It shall analyze the budget of NMIFA and the financial statements prepared by the General Secretary and submit them to the Executive Committee for approval. It shall consist of three (3) persons: a chairperson, a deputy chairperson and one (1) member.

ARTICLE 47 Organizing Committee for NMIFA competitions

The Organizing Committee for NMIFA competitions shall organize the competitions of NMIFA in compliance with the provisions of these Statutes and the regulations applicable to NMIFA competitions. It shall consist of five (5) persons: a chairperson, a deputy chairperson and three (3) members.

ARTICLE 48 Technical and Development Committee

The Technical and Development Committee shall primarily analyze the basic aspects of football training and technical development. It shall also be in charge of NMIFA's development programs, devising and proposing appropriate strategies, monitoring these strategies and analyzing the support and programs provided to the Members of NMIFA and providing advice to the Executive Committee on development matters in general. It shall consist of three (3) persons: a chairperson, a deputy chairperson and one (1) member.

ARTICLE 49 Referees' Committee

The Referees' Committee shall implement the Laws of the Game. It shall appoint the referees for matches in competitions organized by NMIFA, organize refereeing matters within NMIFA in collaboration with the administration of NMIFA and monitor the education and training of referees. It shall consist of five (5) persons: a chairperson, a deputy chairperson and three (3) members.

ARTICLE 50 Women's Football Committee

The Committee for Women's Football shall organize women's football competitions and deal with all matters relating to women's football. It shall consist of five (5) persons: a chairperson, a deputy chairperson and three (3) members.

ARTICLE 51 Marketing and Media Committee

The Marketing and Media Committee shall advise the Executive Committee with regard to drafting and implementing contracts between NMIFA and its marketing/television partners and analyze marketing and television strategies that have been devised. The committee shall also deal with the working conditions for the media at NMIFA events and maintain relations with media organizations. It shall consist of three (3) persons: a chairperson, a deputy chairperson and one (1) member.

ARTICLE 52 Players' Status Committee

- 1 The Players' Status Committee shall set up and monitor compliance with transfer regulations in accordance with the FIFA Regulations for the Status and Transfer of Players and determine the status of Players for various competitions of NMIFA. The Executive Committee may draw up special regulations governing the Players' Status Committee's powers of jurisdiction. The Players' Status Committee shall consist of three (3) persons: a chairperson, a deputy chairperson and one (1) member.
- 2 Players' status disputes involving NMIFA, its Members, Players, Officials and match and players' agents shall be settled by an Arbitration Tribunal in accordance with these Statutes.

ARTICLE 53 Ad-hoc Committees

The Executive Committee may, if necessary, create ad-hoc committees for special duties and a limited period of time. The Executive Committee shall appoint a chairman, a deputy chairman and the appropriate number of members. The duties and function of ad hoc

committees are defined in special regulations drawn up by the Executive Committee. An ad-hoc committee shall report directly to Executive Committee.

F. INDEPENDENT COMMITTEES

ARTICLE 54 Institutional Independence

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

ARTICLE 55 Audit and Compliance Committee

- 1 The Audit and Compliance Committee shall ensure the completeness and reliability of the financial accounting and review the financial statements and the independent and external auditors' report at the request of the Executive Committee. It shall consist of three (3) persons: a chairperson, a deputy chairperson and one (1) member.
- 2 The Audit and Compliance Committee shall advise, assist and oversee the Executive Committee in monitoring NMIFA's financial and compliance matters, set up compliance mechanisms and monitor compliance with the relevant regulations of NMIFA. It shall also supervise the general secretariat in financial and compliance issues. The Audit and Compliance Committee shall ensure the completeness and reliability of the financial accounting and review the financial statements and the independent and external auditor's report. The Audit and Compliance Committee shall furthermore monitor NMIFA's financial and compliance matters and suggest to the appropriate bodies any action that it deems necessary as a result of such monitoring. The Audit and Compliance Committee shall, with the assistance of the general secretariat, implement a compliance program within NMIFA.
- 3 Details on the Audit and Compliance Committee's responsibilities, its internal cooperation and other procedural matters are stipulated in the Internal Organization Regulations of NMIFA.
- 4 The chairperson, deputy chairperson and the member of the Audit and Compliance Committee shall be elected by the Congress for a period of four years and may only be relieved of their duties by the Congress. They shall not belong to any other body of NMIFA and shall undergo an integrity check, to be conducted by the Disciplinary Committee, prior to their election and shall fulfil the independence requirements contained in par. 5 below.
- 5 The chairperson and deputy chairperson of the Audit and Compliance Committee as well as any of their immediate family members may not exercise or have exercised

during the four years preceding their initial terms any executive function at NMIFA, one of NMIFA's Members, a league or a club (including any of their affiliated companies/organizations), nor have or have had in the four years preceding their initial term any material business relationship with NMIFA, one of NMIFA's Members, a league or a club (including any of their affiliated companies/organizations). "Immediate family member" shall mean, with respect to a person, such person's spouse or domestic partner, parents, grandparents, uncles, aunts, children (including any stepchild or adopted child), grandchildren, son-, daughter-, father- or mother-in-law, and including anyone else, whether by blood or otherwise, with whom the individual has a relationship akin to a family relationship for which such person provides financial support.

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

ARTICLE 56 Electoral Committees

- a) The electoral committees are the bodies in charge of organizing and supervising the election process in accordance with the Electoral Code of NMIFA. The electoral committees consist of the electoral committee (the first instance body) and the electoral appeal committee (the second instance body).
- b) The composition and function of the electoral committees shall be governed by the Electoral code of NMIFA.

ARTICLE 57 Judicial bodies

- 1 The judicial bodies of NMIFA are:
 - a) The Disciplinary and Ethics Committee
 - b) The Appeals Committee.
- 2 The composition, responsibilities and functions of these bodies shall be stipulated in the Disciplinary Code of NMIFA, which shall be issued by the Executive Committee and shall comply with the FIFA Disciplinary Code.
- 3 The members of the judicial bodies may not belong to any other body of NMIFA at the same time.

ARTICLE 58 Disciplinary and Ethics Committee

- 1 The Disciplinary and Ethics Committee shall consist of three (3) persons: a chairperson and two (2) deputy chairpersons. The chairperson and the deputy chairperson shall have legal qualifications.

- 2 The function of this body shall be governed by the Disciplinary Code of NMIFA. The committee shall pass decisions only when at least three members are present. In certain cases, the chairperson may rule alone in accordance with the Disciplinary Code of NMIFA.
- 3 The committee may pronounce the sanctions described in these Statutes and the Disciplinary Code of NMIFA on Members, Officials, Players, Clubs and match and players' agents.
- 4 These provisions do not affect the powers of the Congress and the Executive Committee regarding the suspension and expulsion of Members.

ARTICLE 59 Appeals Committee

- 1 The Appeals Committee shall consist of three (3) persons: a chairperson and two (2) ordinary members. The chairperson and the deputy chairperson shall have legal qualifications.
- 2 The function of this body shall be governed by the Disciplinary Code of NMIFA. The committee shall pass decisions only when at least three members are present. In certain cases, the chairperson may rule alone in accordance with the Disciplinary Code of NMIFA.
- 3 The Appeals Committee is responsible for hearing appeals against decisions from the Disciplinary Committee that are not declared final.

ARTICLE 60 Disciplinary Measures

The disciplinary measures are primarily:

- 1 For natural and legal persons:
 - a) A warning;
 - b) A reprimand;
 - c) A fine;
 - d) The return of awards.
- 2 For natural persons:
 - a) A caution;
 - b) An expulsion;
 - c) A match suspension;
 - d) A ban from the dressing rooms and/or the substitutes' bench;

- e) A ban from entering the stadium;
 - f) A ban on taking part in any football-related activity.
- 3 For legal persons:
- a) A transfer ban;
 - b) Playing matches without spectators;
 - c) Playing matches on neutral territory;
 - d) A ban on playing in a particular stadium;
 - e) Annulment of the result of the match;
 - f) Expulsion;
 - g) A forfeit;
 - h) Deduction of points;
 - i) Relegation to a lower division.

ARTICLE 61 Jurisdiction

- 1 NMIFA shall have jurisdiction on internal territorial disputes, i.e., disputes between parties belonging or affiliated to NMIFA.
- 2 CAS shall have jurisdiction on international disputes, i.e., disputes between parties belonging to different associations and/or confederations, in accordance with the relevant regulations.
- 3 NMIFA shall have jurisdiction on internal national disputes, i.e., disputes between parties belonging to NMIFA. FIFA shall have jurisdiction on international disputes, i.e., disputes between parties belonging to different Associations and/or Confederations.

V. FINANCE

ARTICLE 62 Financial Period

- 1 The financial period of NMIFA shall be one year and shall begin on January 1st and end on December 31st.
- 2 The revenue and expenses of NMIFA shall be managed so that they balance out over the financial period. NMIFA's major duties in the future shall be guaranteed through the creation of reserves.
- 3 The General Secretary is responsible for drawing up the annual consolidated accounts of NMIFA with its subsidiaries on December 31st each calendar year.

ARTICLE 63 Revenue

The revenue of NMIFA arises specifically from:

- a) Members' annual subscriptions;
- b) Grants, donations and financial assistance;
- c) Receipts generated by the marketing of rights to which NMIFA is entitled;
- d) Fines imposed by the authorized bodies;
- e) Other subscriptions and receipts in keeping with the objectives pursued by NMIFA.

ARTICLE 64 Expenses

NMIFA bears:

- a) The expenses stipulated in the budget;
- b) Other expenses approved by the Congress and expenses that the Executive Committee is entitled to incur within the scope of its authority;
- c) All other expenses in keeping with the objectives pursued by NMIFA.

ARTICLE 65 Independent and External Auditors

The independent and external auditors appointed by the Congress shall audit the accounts approved by the Finance Committee in accordance with the appropriate principles of accounting and present a report to the Congress. The auditors shall be appointed for a period of one year. This mandate may be renewed.

ARTICLE 66 Membership Subscriptions

- 1 Membership subscriptions are due on January 1st. The annual subscription for new Members for the year in question shall be paid within 30 days of the close of the Congress at which they are admitted.
- 2 The Congress shall fix the amount of annual subscription every year on the recommendation of the Executive Committee. It shall be the same for every Member and amount to no more than \$250.00.

ARTICLE 67 Settlement

NMIFA may debit any Member's assets to settle claims.

ARTICLE 68 Levies

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

ARTICLE 69 Publication of Financial Data

- 1 NMIFA shall publish on its official website the financial documents referred to under art. 32 par. 2 i), j) and k) of these Statutes once the relevant items have been approved by the Congress.
- 2 The remuneration of the members of the Executive Committee (including its President), the General Secretary and the members of the independent committees shall also be made publicly available on a regular basis.

VI. COMPETITIONS AND RIGHTS IN COMPETITIONS AND EVENTS

ARTICLE 70 Competitions

- 1 NMIFA shall organize and coordinate official competitions held within its territory as deemed necessary.
- 2 The Executive Committee may issue special regulations to this end.

ARTICLE 71 Club Licensing

The Executive Committee of NMIFA shall set up regulations regarding a club licensing system governing the participation of Clubs in competitions of NMIFA.

ARTICLE 72 Rights

- 1 NMIFA and its Members 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, place and law. These rights include, among others, every kind of financial rights, audiovisual and radio recording, reproduction and broadcasting rights, multimedia rights, marketing and promotional rights and incorporeal rights such as emblems and rights arising under copyright law and are subject to the laws of the CNMI.
- 2 The Executive Committee shall decide how and to what extent these rights are utilized and draw up special regulations to this end. The Executive Committee shall ensure that the sale on such rights is carried out in a transparent manner and in compliance with the Statutes and regulations of NMIFA as well as mandatory laws of the CNMI.

- 3 The provisions for implementation of this article shall be put forth and contained in special regulations drawn up by the Executive Committee, which shall settle the rights and obligations arising from the international use and broadcasting of televised pictures among the owners of the rights and other national football associations.

ARTICLE 73 Authorization to Distribute

- 1 NMIFA and its Members are exclusively responsible for authorizing 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 and legal aspects.
- 2 The Executive Committee may issue special regulations to this end.

VII. INTERNATIONAL MATCHES AND COMPETITIONS

ARTICLE 74 International Matches and Competitions

- 1 The authority for organizing international matches and competitions between Association teams and between Leagues and/or Club teams lies solely with FIFA, the AFC and/or the association(s) concerned. No such match or competition shall take place without the prior permission of the FIFA, AFC and/or the association(s) concerned.
- 2 NMIFA is bound by the International match calendar compiled by FIFA and the AFC.

ARTICLE 75 Contacts

NMIFA, its Members, players, officials, licensed match agents and intermediaries may not play matches or make sporting contacts with other Associations that are not members of the AFC or with provisional members of a Confederation without the approval of the AFC.

ARTICLE 76 Approval

Clubs, Leagues or any other group of Clubs that are affiliated to NMIFA cannot belong to another Association or participate in competitions on the territory of another Association without the authorization of NMIFA and the other Association and of the AFC.

ARTICLE 77 Unforeseen Contingencies and Force Majeure

The Executive Committee shall have the power to decide on all cases of force majeure and on all matters not provided for in these Statutes; such decisions shall consider the relevant regulations of FIFA and of the AFC, as well as any applicable mandatory laws.

ARTICLE 78 Publication of Corporate Documents

NMIFA shall make available on its website the following documents and information.

- a) Statutes and Standing Orders of the Congress
- b) Electoral Code
- c) Disciplinary and Ethics Code
- d) Internal Organization Regulations
- e) Most important/key decisions
- f) Its strategy
- g) Agenda for the Executive Committee and Congress meetings; Circular letters

VIII. RESTRICTIONS

ARTICLE 79 Non-Profit Associations

- 1 NMIFA shall not have or exercise any power or authority either expressly, by interpretation or by operation of law, nor shall it directly or indirectly engage in any activity that would prevent it from qualifying (and continuing to qualify) as an organization described in Section 501(c)(3) and 501(j) of the United States Tax Code.
- 2 No substantial part of the activities of NMIFA shall consist of carrying on propaganda, or otherwise attempting, to influence legislation; nor shall it in any manner or to any extent participate or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidate for public office.
- 3 NMIFA shall never be operated for the purpose of carrying on trade or business for profit. Neither the whole, nor any part or portion, of the assets or net earnings of NMIFA shall be used, nor shall NMIFA ever be organized or operated, for the purposes that are not exclusively charitable or educational within the meaning of Code Sections 501(c)(3) and 5010).
- 4 In the event NMIFA becomes a private foundation as defined in Section 4941 (b); it shall not retain any excess business holdings, as defined in Code Section 4943(c); shall not make any investments in such manner as to incur taxable expenditures, as defined in Code Section 4944; shall not make any taxable expenditures, as defined in Code Section 4945(d); and shall distribute the income of NMIFA, and if necessary, principal thereof, at such times in such manner as not to subject NMIFA to the tax on undistributed income imposed by Code Section 4942.
- 5 Furthermore, no compensation or payment shall be paid or made to any disqualified person as defined under Code Section 4946, including any officer, Director, Trustee, creator, or organizer of NMIFA, or substantial contributor to it, as well as any member of NMIFA, except as reasonable allowance for expenses, including reasonable advances for expenses anticipated in the immediate future, and for the

performance of personal services which are reasonable and necessary to carry out the exempt purposes of NMIFA; and neither the whole nor any part or portion of the assets or net holdings, current or accumulated, of NMIFA shall ever be distributed to or divided among any such persons; provided, further, that neither the whole or any part or portion of such assets or net earnings shall ever be used for, accrue to, or inure to the benefit of any member or private individual within the meaning of Code Section(s) 501(c)(3) and 5010).

ARTICLE 80 Indemnification

The NMIFA shall, to the extent legally permissible, indemnify each of its present and former Executive Committee members, Officers, General Secretaries, and employees (and the heirs, executors, and administrators of such persons) against all expenses and liabilities which he or she has reasonably incurred in connection with or arising out of any action or threatened action, suit or proceeding in which he or she may be involved by reason of his or her being or having been an Executive Committee member, Officer, General Secretary, employee of the NMIFA, such expenses and liabilities to include, but not limited to, judgments, court costs and attorney's fees and the cost of reasonable settlements, provided no such indemnification shall be made in relation to matters as to which such person shall be finally adjudged in any such action, suit, or proceeding not to have acted in good faith in the reasonable belief that his or her action was in the best interests of the NMIFA. In the event that a settlement or compromise of such action, suit or proceeding is effected, indemnification may be held but only if the Executive Committee (not including the vote of any person seeking indemnification hereunder) shall have determined that such settlement or compromise is in the best interest of the NMIFA and that such Executive Committee Member, Officer, General Secretary, employee or former Executive Committee Member appears to have acted in good faith in the reasonable belief that his or her action was in the best interest of the NMIFA, and only if the Executive Committee shall have adopted a resolution approving such settlement or compromise. The foregoing right of indemnification shall be exclusive of other rights to which any Executive Committee Member, Officer, General Secretary, employee, former Executive Committee Member or any and all other corporate personnel may be entitled as a matter of law.

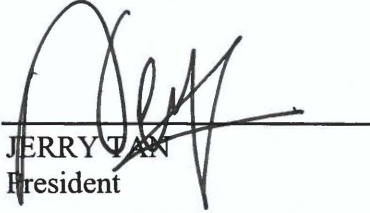
ARTICLE 81 Dissolution

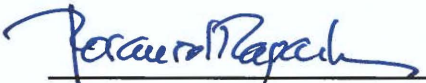
- 1 The decision of dissolution shall be taken by a majority of two-thirds of all the members of NMIFA at a Congress specially convened for this purpose. The decision to distribute the remaining assets must specify which institution or institutions the assets shall be distributed to, must comply with law as stated below, and must be approved by the majority of two-thirds of all the members.
- 2 Upon the dissolution of this organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for public purpose.

ARTICLE 82 Final Provisions

These Statutes were adopted by the NMIFA Congress on October 28, 2022 at Saipan, Commonwealth of the Northern Mariana Islands and became effective on October 29, 2022.

ON BEHALF OF THE EXECUTIVE COMMITTEE AND GENERAL SECRETARIAT OF THE NORTHERN MARIANA ISLANDS FOOTBALL ASSOCIATION

By: 
JERRY TAN
President
Date: October 29, 2022

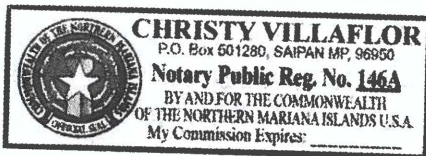
By: 
ROSAURO D. ZAPANTA
General Secretary
Date: October 29, 2022

ACKNOWLEDGMENT

SAIPAN, COMMONWEALTH OF THE)
NORTHERN MARIANA ISLANDS) ss.

The foregoing instrument was acknowledged before me this 9TH day of December, 2022, by JERRY TAN, President of the Northern Mariana Islands Football Association, a CNMI corporation, on behalf of the association.

Subscribed and sworn to before me this 9TH day of December, 2022, Saipan, CNMI.



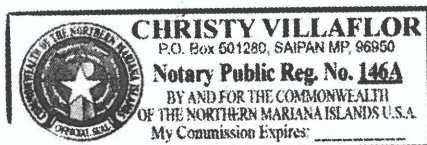

Notary Public

ACKNOWLEDGMENT

SAIPAN, COMMONWEALTH OF THE)
NORTHERN MARIANA ISLANDS) ss.

The foregoing instrument was acknowledged before me this 9TH day of December, 2022, by ROSAURO D. ZAPANTA, General Secretary of the Northern Mariana Islands Football Association, a CNMI corporation, on behalf of the association.

Subscribed and sworn to before me this 9TH day of December, 2022, Saipan, CNMI.




Notary Public