



**STATUTES  
OF THE  
PAPUA NEW GUINEA  
FOOTBALL (SOCCER) ASSOCIATION Inc.**

<b>Article</b>	<b>Page</b>
<b>DEFINITIONS</b>	<b>3</b>
<b>I. GENERAL PROVISIONS</b>	<b>4</b>
1-10 .....	6
<b>II. MEMBERSHIP</b>	<b>6</b>
11-21 .....	11
<b>III. HONORARY PRESIDENT AND HONORARY MEMBER</b>	<b>11</b>
22 .....	11
<b>IV. ORGANISATION</b>	<b>11</b>
23-50 .....	22
A. Congress .....	12
B. Executive Committee .....	17
C. President .....	19
D. General secretariat .....	20
E. Standing committees .....	21
<b>V. INDEPENDENT COMMITTEES</b>	<b>22</b>
51-56 .....	25
<b>VI. DISCIPLINARY MEASURES</b>	<b>25</b>
57 .....	25
<b>VII. ARBITRATION</b>	<b>25</b>
58-59 .....	26
<b>VIII. FINANCE</b>	<b>26</b>
60-67 .....	28
<b>IX. COMPETITIONS AND RIGHTS IN COMPETITIONS AND EVENTS</b>	<b>28</b>
68-71 .....	29
<b>X. INTERNATIONAL MATCHES AND COMPETITIONS</b>	<b>29</b>
72-74 .....	29
<b>XI. FINAL PROVISIONS</b>	<b>29</b>
75-78 .....	31
<b>ANNEXE A – QUESTIONNAIRE FOR INTEGRITY CHECKS</b>	<b>32</b>

## DEFINITIONS

The terms given below denote the following:

**PNGFA:** Papua New Guinea Football (Soccer) Association Inc.

**OFC:** Oceania Football Confederation

**FIFA:** Fédération Internationale de Football Association.

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

**League:** an organisation that is subordinate to an association.

**Regional body:** an organisation that is subordinate to PNGFA and that includes Members from the same demarcated region of Papua New Guinea. There are four regional bodies: Southern region, Momase region, Highlands region and New Guinea Islands region..

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

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

**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 (except players and intermediaries).

**Player:** a football player licensed by PNGFA.

**Congress:** the supreme and legislative body of PNGFA.

**Executive Committee:** the strategic and oversight body of PNGFA.

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

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

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

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

**The IFAB:** The International Football Association Board (IFAB).

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

**Arbitration tribunal:** an independent and duly constituted private court of justice acting instead of an ordinary court.

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

NB: Terms referring to natural persons include both genders. Any term in the singular applies to the plural and vice-versa. Furthermore, the footnotes contained in these model statutes only serve to clarify certain provisions or issues and to provide alternatives to be considered by the association. Footnotes may however be deleted once the association has finalised its Statutes.

Article **1** Legal form, headquarters and trademarks

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<sup>1</sup> Papua New Guinea Football (Soccer) Association Inc. is a sporting organisation of an associative nature, incorporated in compliance with the Associations Incorporation Act of Papua New Guinea and registered in Port Moresby. It is formed for an unlimited period.

<sup>2</sup> The headquarters of PNGFA. are located in Lae, Morobe Province at the Fenridge Estates, Portion 523, 11 Mile, P.O. Box 957, Lae, 411, Morobe Province.

<sup>3</sup> Papua New Guinea Football (Soccer) Association Inc. is a member of FIFA and of OFC.

<sup>4</sup> The flag of Papua New Guinea Football (Soccer) Association Inc. is



<sup>5</sup> The logo of Papua New Guinea Football (Soccer) Association Inc. is



<sup>6</sup> The abbreviation of Papua New Guinea Football (Soccer) Association Inc. is "PNGFA".

<sup>7</sup> The flag, emblem, logo and abbreviation are legally registered with the Investment Promotion Authority (IPA).

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Article **2** Objectives

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The objectives of PNGFA. are:

- a) to improve the game of football constantly and promote, regulate and control it throughout the territory of Papua New Guinea in the light of fair play and its unifying, educational, cultural and humanitarian values, particularly through youth and development programmes;
- b) to organise competitions in association football, futsal and beach soccer at national level, by defining precisely, as required, the areas of authority conceded to the various leagues of which it is composed;
- c) to draw up regulations and provisions and ensure their enforcement;
- d) to protect the interests of its Members;
- e) to respect and prevent any infringement of the Statutes, regulations, directives and decisions of FIFA, of OFC and of PNGFA as well as the Laws of the Game, and to ensure that these are also respected by its Members;
- f) to promote integrity, ethics and fair play with a view to preventing all methods or practices, such as corruption, doping or match manipulation, which might jeopardise the integrity of matches, competitions, players, officials and Members or give rise to abuse of association football, futsal or beach soccer;
- g) to promote and strengthen good governance principles and practices at national level and encourage its Members to adopt their own good governance principles;
- h) to promote the development of women's football and the full participation of women at all levels of football governance;
- i) to control and supervise all friendly football matches of all forms played throughout the territory of Papua New Guinea;

- j) to control and supervise association football, futsal and beach soccer at national level and to control and supervise all forms of international football matches played throughout the territory of Papua New Guinea, in accordance with the relevant Statutes and regulations of FIFA and of the confederations;
- k) to manage international sporting relations connected with association football, futsal and beach soccer;
- l) to host competitions at international and other levels.

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**Article 3 Human rights**

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PNGFA is committed to respecting all internationally recognised human rights and shall strive to promote the protection of these rights.

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**Article 4 Non-discrimination and equality**

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

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**Article 5 Neutrality and institutional independence**

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- <sup>1</sup> Papua New Guinea Football (Soccer) Association Inc. is neutral in matters of politics and religion.
  - <sup>2</sup> The Members of PNGFA shall also be neutral in matters of politics and religion and shall ensure that their own members remain neutral.
  - <sup>3</sup> PNGFA shall remain independent and shall avoid any form of undue political interference. PNGFA shall manage its affairs independently and shall ensure that its own affairs are not influenced by any third parties.
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**Article 6 Promoting friendly relations**

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- <sup>1</sup> PNGFA shall promote friendly relations between its Members, clubs, officials and players and in society for humanitarian objectives.
  - <sup>2</sup> PNGFA shall provide the necessary institutional means to resolve any internal dispute that may arise between the Members, clubs, officials and players.
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**Article 7 Players**

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- <sup>1</sup> The status of players and the provisions for their registration shall be regulated by the Executive Committee in accordance with the FIFA Regulations on the Status and Transfer of Players.

<sup>2</sup> Players shall be registered in accordance with the regulations of PNGFA..

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**Article 8 Laws of the Game**

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<sup>1</sup> PNGFA. 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.

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

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

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**Article 9 Conduct of bodies, Officials and others**

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<sup>1</sup> All bodies and officials of PNGFA. shall observe the Statutes, regulations, directives, decisions and the Code of Ethics of FIFA, of OFC and of PNGFA in their activities.

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

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**Article 10 Official languages**

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<sup>1</sup> The official language(s) of PNGFA shall be English, Tok Pisin and Hiri Motu. Official documents and texts, however, shall be written in English.

<sup>2</sup> The official language(s) at the Congress shall be English, Tok Pisin and Hiri Motu.

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**II. MEMBERSHIP**

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**Article 11 Admission, suspension and expulsion**

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<sup>1</sup> The Congress shall decide whether to admit, suspend or expel a Member.

<sup>2</sup> Admission may be granted if the applicant fulfils the requirements of Papua New Guinea Football (Soccer) Association Inc. in accordance with these Statutes.

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

<sup>4</sup> PNGFA. 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.

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Article **12** **Members**

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The Members of PNGFA. are:

- a) Bougainville Football Federation
- b) Goroka Soccer Association
- c) Hekari Soccer Association
- d) Kimbe Soccer Association
- e) Koupa Soccer Association
- f) Lae Football Association
- g) Lahi Soccer Association
- h) Madang Soccer Association
- i) Manus Soccer Association
- j) Mendi Soccer Association
- k) Mt. Hagen Soccer Association
- l) NBPOL Soccer Association
- m) NCD PS Soccer Association
- n) Port Moresby Soccer Association
- o) Simbu Soccer Association
- p) Tabubil Soccer Association
- q) Wabag Soccer Association
- r) Wau Soccer Association

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Article **13** **Admission**

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<sup>1</sup> Any legal person wishing to become a Member of PNGFA shall apply in writing to the general secretariat of PNGFA.

<sup>2</sup> The application must be accompanied by the following mandatory items:

- a) a copy of its legally valid statutes or constitutional document and, if applicable, regulations;
- b) a declaration that it will comply at all times with the Statutes, regulations and decisions of PNGFA, FIFA and OFC and ensure that these are also respected, if applicable, by its own members, clubs, officials and players;
- c) a declaration that it will comply with the Laws of the Game in force as laid down by The IFAB, as well as the Beach Soccer Laws of the Game and the Futsal Laws of the Game as laid down by FIFA;
- d) a declaration that it will refer in the last instance (i.e. after exhaustion of all internal channels within PNGFA) any dispute of national dimension arising from or related to the Statutes, regulations, directives and decisions of PNGFA 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 Papua New Guinea;

- e) a declaration that any dispute of international dimension arising from or related to the Statutes, regulations, directives and decisions of FIFA or of OFC may only be submitted in the last instance to CAS, as specified in the Statutes of FIFA and PNGFA;
- f) a declaration that it recognises the jurisdiction of CAS, as specified in the Statutes of FIFA and OFC as well as to recognise its decisions;
- g) a declaration that it is located and registered on the territory of Papua New Guinea;
- h) a declaration to the effect that the legal composition of the applicant guarantees that it can make decisions independently of any external entity;
- i) a declaration to the effect that the members of its own bodies were elected or appointed as a result of a procedure that guarantees the complete independence of the election or appointment;
- j) a list of officials, specifying those who are authorised signatories with the right to enter into legally binding agreements with third parties;
- k) a copy of the minutes of its last congress or constitutional meeting;
- l) if applicable, a declaration that it undertakes to organise or participate in friendly matches only with the prior consent of PNGFA;
- m) if applicable, a declaration that it will play all official home matches on the territory of Papua New Guinea;

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**Article 14 Request and procedure for application**

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- <sup>1</sup> The Executive Committee may issue special regulations for the procedure of admission.
- <sup>2</sup> The Executive Committee shall request that the Congress either admit an applicant or not. The applicant may state the reasons for its application to the Congress.
- <sup>3</sup> 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 as from the subsequent Congress.

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**Article 15 Members' rights**

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

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**Article 16 Members' obligations**

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<sup>1</sup> The Members of PNGFA. have the following obligations:

- a) to comply fully with the Statutes, regulations, directives and decisions of FIFA, OFC and PNGFA at all times and to ensure that these are also respected by its members;
- b) to ensure the election of its decision-making bodies at least every four years;
- c) to take part in competitions (if applicable) and other sporting activities organised by PNGFA;
- d) to pay their membership subscriptions;
- e) to respect the Laws of the Game as laid down by The IFAB, as well as the Beach Soccer Laws of the Game and the Futsal Laws of the Game as laid down by FIFA, and to ensure that these are also respected by its members through a statutory provision;
- f) to adopt a statutory clause specifying that any dispute of national dimension arising from or related to the Statutes, regulations, directives and decisions of PNGFA may only be referred in the last instance (i.e. after exhaustion of all internal channels within PNGFA) 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 Papua New Guinea;
- g) to adopt a statutory clause specifying that any dispute of international dimension arising from or related to the Statutes, regulations, directives and decisions of FIFA or of OFC may only be submitted in the last instance to CAS, as specified in the Statutes of FIFA and OFC;
- 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 PNGFA any amendment to its statutes and regulations as well as the list of its officials who are authorised signatories with the right to enter into legally binding agreements with third parties;
- k) not to maintain any relations of a sporting nature with entities that are not recognised or with Members that have been suspended or expelled;
- l) to observe the principles of loyalty, integrity and good sporting behaviour as an expression of fair play through a statutory provision;
- m) to observe the mandatory items specified under art. 13 par. 2 of these Statutes for the duration of their affiliation;
- n) to administer a register of members which shall regularly be updated;
- o) to ratify statutes that are in accordance with the requirements of these Statutes;
- p) to comply fully with all other duties arising from the Statutes and other regulations of FIFA, OFC and PNGFA.

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

<sup>3</sup> 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 PNGFA is responsible towards it for any and all acts of the members of their bodies caused by the gross negligence or wilful misconduct of such members.

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Article **17** Suspension

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<sup>1</sup> 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.

<sup>2</sup> The presence of a majority (more than 50%) of the voting 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 majority of the valid votes cast. If it is not confirmed, the suspension shall be automatically lifted.

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

<sup>4</sup> Members that do not participate in the sporting activities of PNGFA. 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.

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Article **18** **Expulsion**

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

<sup>2</sup> The presence of a majority (more than 50%) of the voting delegates representing the Members eligible to vote at the Congress is necessary for an expulsion to be valid, and the motion for expulsion must be adopted by a three-quarter majority of the valid votes cast.

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Article **19** **Resignation**

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<sup>1</sup> A Member may resign with effect from the end of the calendar year. Notice of resignation must reach the general secretariat no later than six months before the end of the calendar year.

<sup>2</sup> The resignation is not valid until the Member wishing to resign has fulfilled its financial obligations towards PNGFA and its other Members.

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Article **20** **Independence of Members and their bodies**

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

<sup>2</sup> 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.

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

<sup>4</sup> Decisions passed by bodies that have not been elected or appointed in compliance with par. 2 above shall not be recognised by PNGFA.

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Article **21** **Status of clubs, leagues, regional bodies and other groups of clubs**

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<sup>1</sup> Clubs, leagues, regional bodies or any other groups of clubs affiliated to PNGFA. shall be subordinate to and recognised by PNGFA. There shall only be one top-tier national league on the territory of PNGFA.

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

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

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

### III. HONORARY PRESIDENT AND HONORARY MEMBER

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#### Article 22 Honorary president and honorary member

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<sup>1</sup> The Congress may bestow the title of honorary president or honorary member upon any person for meritorious service to football.

<sup>2</sup> The Executive Committee shall make these nominations.

<sup>3</sup> The honorary president or honorary member may take part in the Congress. They may join the debates but are not entitled to vote.

### IV. ORGANISATION

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#### Article 23 Bodies

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<sup>1</sup> The Congress is the supreme and legislative body.

<sup>2</sup> The Executive Committee is the strategic and oversight body.

<sup>3</sup> Standing and ad hoc committees shall advise and assist the Executive Committee and the general secretariat in fulfilling their duties.

<sup>4</sup> The general secretariat is the executive, operational and administrative body.

<sup>5</sup> 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 committee and the judicial bodies.

<sup>6</sup> The judicial bodies are the Disciplinary and Ethics Committee and the Appeal Committee.

<sup>7</sup> The bodies shall be either elected or appointed by PNGFA 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.

<sup>8</sup> 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. In particular, members of the bodies shall always be aware of, and comply with, the relevant provisions of the FIFA Code of Ethics on conflicts of interest and adjust their conduct as necessary (e.g. abstain from performing their duties, notify the chairperson in cases of potential conflicts of interest, etc.).

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Article **24** Dismissal of a member of a body

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<sup>1</sup> 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.

<sup>2</sup> The motion for dismissal must be justified and shall be sent to the members of the Executive Committee and/or to the Members of PNGFA along with the respective agenda.

<sup>3</sup> The member of the body in question has the right to defend himself in front of the Executive Committee and/or the Congress.

<sup>4</sup> 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 majority of two-thirds of the valid votes is required.

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

## A. CONGRESS

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Article **25** Definition and composition

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<sup>1</sup> The Congress is a meeting at which all of the Members regularly convene. It represents the supreme and legislative authority of PNGFA. Only a Congress that is duly convened has the authority to make decisions.

<sup>3</sup> The Congress may be ordinary or extraordinary.

<sup>4</sup> The President shall chair the Congress in compliance with these Statutes, the Standing Orders of the Congress as well as any applicable regulations.

<sup>5</sup> The Executive Committee may appoint observers who take part in the Congress without the right to debate or to vote.

<sup>6</sup> The honorary presidents or honorary members may take part in the Congress. They may join the debates but are not entitled to vote.

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Article **26** Delegates and votes

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<sup>1</sup> The Congress is composed of 18 voting delegates. Each Member as listed under art. 12 is entitled to two delegates one of whom shall exercise the right to vote.

<sup>2</sup> 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.

<sup>3</sup> Each voting delegate has one vote in the Congress. Only the voting delegates present are entitled to vote. Voting by proxy or by letter is not permitted.

<sup>4</sup> The members of the Executive Committee and the General Secretary 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.

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Article **27** **Areas of authority**

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The Congress has the following areas of authority:

- a) adopting or amending these Statutes 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, the vice-presidents and members of the Executive Committee;
- d) ratifying 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 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, including the consolidated financial statements and the annual report;
- g) approving the budget;
- h) approving the activity report (containing the activities of PNGFA. since the last Congress);
- i) appointing the independent and external auditors upon proposal of the Executive Committee;
- j) fixing the membership subscriptions upon proposal of the Executive Committee;
- k) bestowing the title of honorary president or honorary member, upon proposal of the Executive Committee;
- l) admitting, suspending or expelling a Member;
- m) dismissing a member of a body of PNGFA.;
- n) dissolving PNGFA.;
- o) 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.

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Article **28** **Quorum**

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<sup>1</sup> Decisions passed by the Congress shall only be valid if a majority (more than 50%) of the voting delegates representing the Members eligible to vote are present.

<sup>2</sup> If a quorum is not achieved, a second Congress shall take place within 24 hours with the same agenda.

<sup>3</sup> A quorum is not required for the second meeting of the Congress unless an item on the agenda proposes the amendment of these Statutes, 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, the suspension or expulsion of a Member or the dissolution of PNGFA.

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

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Article **29** Decisions

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<sup>1</sup> 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 favour of a motion, the vote shall be taken by calling the roll in alphabetical order.

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

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Article **30** Elections

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<sup>1</sup> Elections shall be conducted by secret ballot.

<sup>2</sup> Elections shall be conducted in accordance with the Electoral Code of PNGFA. and shall be supervised by the Electoral Committee.

<sup>3</sup> The election for the positions within the Executive Committee shall take place by position in the following order: President, Vice Presidents, Member representing Women's Football, Ordinary Members. Every candidate in the election for the positions within the Executive Committee shall be proposed by at least one Member. Each Member shall support one candidate for each given position only. If a Member supports more than one candidate for a given position, none of its expressions of support for that given position shall be considered valid.

<sup>4</sup> A majority (more than 50%) of the valid votes cast is necessary for the election of the President, vice-presidents and members of the Executive Committee. If there are more than two candidates for the office of President, for any of the offices of vice-presidents, or for the members of the Executive Committee whoever obtains the lowest number of votes is eliminated after each ballot until only two candidates are left.

<sup>5</sup> For the ratification of the chairpersons, deputy chairpersons and members of the independent committees (i.e. Audit and Compliance Committee, electoral committee and judicial bodies), the candidate(s) who receive(s) the most votes in respect of the free seat(s) shall be elected. These ratifications may be conducted en bloc. However, at the request of more than 50% of the voting delegates representing the Members, a separate vote for a specific candidate shall take place.

<sup>6</sup> 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.

<sup>7</sup> Blank ballot papers, invalid votes or electronic votes manipulated in any way shall be disregarded when calculating the majority.

<sup>8</sup> Candidatures 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 PNGFA at least 10 days before the Congress at which the Executive Committee shall be elected. The provisions of this paragraph shall also apply when elections take place during an Extraordinary Congress.

<sup>9</sup> Candidatures for any of the positions of the independent committees (i.e. Audit and Compliance Committee, electoral committee and judicial bodies) must be passed to the Members of PNGFA at least 10 days before the Congress at which the members in question shall be elected.

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Article **31** Ordinary Congress

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<sup>1</sup> The Ordinary Congress shall be held every year.

<sup>2</sup> The Executive Committee shall fix the place and date. The Members shall be notified in writing at least 60 days in advance.

<sup>3</sup> 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.

<sup>4</sup> The formal convocation shall be made in writing at least ten days before the date of the Congress. This convocation shall contain the agenda, the activity report, the financial statements, the independent and external auditors' report and any other relevant documents.

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Article **32** Ordinary Congress agenda

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<sup>1</sup> The General Secretary shall draw up the agenda based on proposals from the Executive Committee and the Members.

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

- a) a declaration that the Congress has been convened and composed in compliance with these Statutes;
- b) approval of the agenda;
- c) an address by the President;
- d) appointment of Members to check the minutes;
- e) appointment of scrutineers;
- f) suspension or expulsion of Members (if applicable);
- g) approval of the minutes of the preceding Congress;
- h) activity report (containing the activities since the last Congress);
- i) presentation of the consolidated and revised balance sheet and the profit and loss statement;
- j) approval of the financial statements;
- k) approval of the budget;
- l) votes on proposals for amendments to these Statutes and the Standing Orders of the Congress (if applicable);
- m) discussion of proposals submitted by the Members and the Executive Committee in accordance with the procedure stipulated under art. 31 par. 3 of these Statutes;
- n) appointment of the independent and external auditors (if applicable) upon proposal of the Executive Committee;
- o) dismissal of a member of a body of PNGFA (if applicable);
- p) election of the President, vice-presidents and members of the Executive Committee (if applicable);

- q) elections of the members of the independent committees, i.e. the Audit and Compliance Committee, electoral committee and judicial bodies (if applicable) upon proposal of the Executive Committee;
- r) admission for membership (if applicable).

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

<sup>4</sup> The agenda of an Ordinary Congress may be altered, provided two-thirds of the voting delegates representing the Members present at the Congress and eligible to vote agree to such a motion.

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Article **33** Extraordinary Congress

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<sup>1</sup> The Executive Committee may convene an Extraordinary Congress at any time.

<sup>2</sup> The Executive Committee shall convene an Extraordinary Congress if more than 50% of the Members of PNGFA. 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 30 days of receipt of the 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 PNGFA 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.

<sup>3</sup> The Members shall be notified of the place, date and agenda at least 15 days before the date of an Extraordinary Congress.

<sup>4</sup> When an Extraordinary Congress is convened on the initiative of the Executive Committee, it must draw up the agenda. When it is convened upon the request of the Members, the agenda must contain the points raised by those Members.

<sup>5</sup> The agenda of an Extraordinary Congress must not be altered.

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Article **34** Amendments to the Statutes and Standing Orders of the Congress

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<sup>1</sup> The Congress is responsible for amending these Statutes and the Standing Orders of the Congress.

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

<sup>3</sup> For a vote on an amendment to the Statutes and to the Standing Orders of the Congress to be valid, a majority (more than 50%) of the voting delegates representing the Members eligible to vote must be present.

<sup>4</sup> A proposal for an amendment to these Statutes and to the Standing Orders of the Congress shall be adopted only if two-thirds of the voting delegates representing the Members present and eligible to vote agree to it.

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Article **35** Minutes

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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.

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Article **36** **Effective dates of decisions**

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

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**B. EXECUTIVE COMMITTEE**

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Article **37** **Composition**

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<sup>1</sup> The Executive Committee shall consist of 10 members as follows:

- a) The President;
- b) 4 Vice-Presidents;
- c) 1 Member representing Women's Football, who shall be a woman;
- d) 4 Ordinary Members, at least one of which shall be a woman.

<sup>2</sup> The President, the vice-presidents and the other members of the Executive Committee shall be elected by the Congress in accordance with art. 30 of these Statutes. They shall undergo an integrity check, to be conducted by the Electoral Committee, as per annexe A of these statutes prior to their election or re-election.

<sup>3</sup> Each of the following regional bodies shall be represented by 1 Vice-President and 1 Ordinary Member:

- Highlands Region
- Islands Region
- Momase Region
- Southern Region

<sup>4</sup> The mandate of the President, vice-presidents and members of the Executive Committee shall be for four 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 any 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.

<sup>5</sup> All members of the Executive Committee shall have already been active in football (e.g. as a player or an official within PNGFA, its Members, OFC or FIFA, etc.) for at least two of the last five years and shall fulfil the prerequisites stipulated in art. 23 par. 8 of these Statutes. They must not have been previously found guilty of breaching the FIFA and/or OFC and/or PNGFA Code of Ethics and banned from taking part in any football-related activity for a period longer than 6 months or more. They must have residence within the territory of Papua New Guinea.

<sup>6</sup> A member of the Executive Committee may not at the same time be a member of an independent committee and may not be appointed/elected as a delegate representing a Member at the Congress.

<sup>7</sup> If a position or up to 50% of the positions of the Executive Committee become vacant, the Executive Committee shall fill the position(s) in question until the next Congress, when replacement(s) for the position(s) will be elected for the remaining period of office.

<sup>8</sup> If more than 50% of the positions of the Executive Committee become vacant, the General Secretary shall convene an Extraordinary Congress in order to elect the replacements for the remaining period of office within the prescribed period of time.

<sup>9</sup> 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.

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Article **38** Meetings

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<sup>1</sup> The Executive Committee shall meet at least once every three months.

<sup>2</sup> The President shall convene the Executive Committee meetings. If at least four of the Executive Committee members request a meeting, the President shall convene it so that the meeting is held within 21 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 in line with par. 3 below.

<sup>3</sup> 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 items they wish to be included in the agenda for the meeting to the general secretariat at least seven days before the meeting. The agenda must be sent out to the members of the Executive Committee at least three days before the meeting.

<sup>4</sup> The General Secretary shall take part in the meetings of the Executive Committee in a consultative role and without voting rights. If the General Secretary is unable to attend a meeting, he may nominate a representative to attend the meeting on his behalf, subject to the approval of the Executive Committee.

<sup>5</sup> 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.

<sup>6</sup> The President may also convene the Executive Committee on an urgent basis to deal with any matter requiring immediate settlement between two meetings of the Executive Committee. 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).

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Article **39** Powers

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The Executive Committee shall have the following powers:

- a) passing decisions on all cases that do not come within the sphere of responsibility of the Congress or are not reserved for other bodies by law or under these Statutes;
- b) preparing, with the assistance of the general secretariat, and convening the Ordinary and Extraordinary Congress;
- c) appointing the chairpersons, deputy chairpersons and members of the standing committees;
- d) deciding to set up ad hoc committees if necessary at any time;

- e) approving and issuing the regulations for the organisation of standing committees and ad hoc committees;
- f) appointing the General Secretary upon proposal of the President. The General Secretary may be dismissed by the Executive Committee without prior proposal of the President;
- g) proposing the members of the independent committees, i.e. the Audit and Compliance Committee, electoral committee and judicial bodies, to the Congress;
- h) proposing the independent and external auditors to the Congress;
- i) appointing replacements for vacancies in the independent committees until the next Congress;
- j) approving and issuing regulations governing the conditions of participation in and the staging of competitions organised by PNGFA;
- k) appointing the coaches for the representative teams and other technical staff;
- l) approving and issuing the Internal Organisation Regulations of PNGFA;
- m) ensuring that these Statutes are applied and adopting the executive arrangements required for their application;
- n) dismissing a member of a body or suspending a Member of PNGFA provisionally until the next Congress;
- o) delegating tasks under its authority to other bodies;
- p) appointing observers who may take part in the Congress without the right to debate or to vote.

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Article **40** Decisions

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- <sup>1</sup> The Executive Committee shall not engage in valid debate unless more than 50% of its members are present.
- <sup>2</sup> The Executive Committee shall reach decisions by a majority (more than 50%) of the valid votes cast. Voting by proxy or by letter is not permitted.
- <sup>3</sup> 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.
- <sup>4</sup> The decisions taken shall be recorded in the minutes.
- <sup>5</sup> The decisions taken by the Executive Committee shall come into effect immediately, unless the Executive Committee decides otherwise.

## C. PRESIDENT

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Article **41** President

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- <sup>1</sup> 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 in order that they achieve the objectives described in these Statutes;
  - c) supervising the work of the general secretariat;

- d) the relations between PNGFA and its Members, FIFA, OFC, political bodies and other organisations.
- <sup>2</sup> Only the President may propose to the Executive Committee the appointment of the General Secretary. The President may also propose to the Executive Committee the dismissal of the General Secretary.
- <sup>3</sup> The President shall preside over the Congress and the Executive Committee meetings and those committees of which he has been appointed chairperson.
- <sup>4</sup> The President shall have an ordinary vote on the Executive Committee.
- <sup>5</sup> If the President is absent or unavailable, the longest-serving vice-president available shall deputise.
- <sup>6</sup> If the position of the President becomes vacant in the sense of art. 37 par. 8 of these Statutes, the longest-serving vice-president shall deputise until the next Congress. This Congress shall elect a new President for the remaining period of office.
- <sup>7</sup> Any additional powers of the President shall be contained in the Internal Organisation Regulations of PNGFA.

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Article **42** Representation and signature

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The President represents PNGFA generally. The Executive Committee shall adopt special provisions in the Internal Organisation Regulations of PNGFA regarding the joint signature of office holders.

#### D. GENERAL SECRETARIAT

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Article **43** General secretariat

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

Article **44** General Secretary

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- <sup>1</sup> The General Secretary is the chief executive officer of PNGFA.
- <sup>2</sup> The General Secretary shall be appointed by the Executive Committee upon proposal of the President on the basis of an agreement governed by private law and shall have the necessary professional qualifications and/or experience.
- <sup>3</sup> The General Secretary shall be responsible for:
- a) implementing decisions passed by the Congress and Executive Committee in compliance with the President's directives;
  - b) attending the Congress and meetings of the Executive Committee and the standing and ad hoc committees;
  - c) organising the Congress and meetings of the Executive Committee and other bodies;

- d) compiling the minutes for the meetings of the Congress, Executive Committee and standing and ad hoc committees;
  - e) managing and keeping the accounts;
  - f) correspondence;
  - g) the relations with the Members, committees, FIFA and OFC, under the direction of the President;
  - h) organising the general secretariat;
  - i) the appointment and dismissal of staff working in the general secretariat;
  - j) providing the electoral committee with logistic and operative support for the elections.
- <sup>4</sup> Any additional responsibilities and duties assigned to the General Secretary shall be stipulated in the Internal Organisation Regulations of PNGFA.
- <sup>5</sup> The General Secretary shall not be a Congress delegate or a member of any other body.

## E. STANDING COMMITTEES

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### Article 45 Standing committees

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- <sup>1</sup> The standing committees are:
- a) Referees Committee;
  - b) Players' Status Committee;
  - c) National Soccer League (NSL) Committee;
  - d) Women's Football Committee.
- <sup>2</sup> Chairpersons, deputy chairpersons and members of the standing committees may be members of the Executive Committee with the exception of those of the Referees Committee, who may not belong to the Executive Committee. The members of each standing committee shall be appointed by the Executive Committee upon proposal of the Members of PNGFA or the members of the Executive Committee. The Executive Committee shall ensure appropriate female representation on standing committees. The chairpersons, deputy chairpersons and the members of the standing committees shall be designated for a term of office of four years.
- <sup>3</sup> Each chairperson shall represent his standing committee and conduct business in compliance with the relevant provisions of the Internal Organisation Regulations of PNGFA. approved by the Executive Committee. In particular, the composition and structure, including required qualifications, as well as the specific duties and powers of the different standing committees should be further detailed in the Internal Organisation Regulations of PNGFA..
- <sup>4</sup> 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.
- <sup>5</sup> The Executive Committee and each standing committee, the latter with the approval of the Executive Committee, may, if necessary, set up a bureau and/or sub-committee to settle urgent matters. Any discussions and decisions of the bureau and/or sub-committee shall be reported to the relevant standing committee as soon as it is practicable to do so.
- <sup>6</sup> Each standing committee may propose to the Executive Committee amendments to the relevant provisions of the Internal Organisation Regulations of PNGFA that concern its committee.

<sup>7</sup> Decisions passed by the standing committees shall only be valid if a majority (more than 50%) of the members are present.

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**Article 46 Referees Committee**

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The Referees Committee shall implement the Laws of the Game. It shall appoint the referees for matches in competitions organised by PNGFA., organise refereeing matters within PNGFA in collaboration with the administration and monitor the education and training of referees. It shall consist of a chairperson, a deputy chairperson and three members, two of whom shall be ex-referees.

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**Article 47 Players' Status Committee**

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<sup>1</sup> The Players' Status Committee shall set up and monitor compliance with transfer regulations in accordance with the FIFA Regulations on the Status and Transfer of Players and determine the status of players for the various competitions of PNGFA. The Executive Committee may approve special regulations governing the Players' Status Committee's powers of jurisdiction. The Players' Status Committee shall consist of a chairperson, a deputy chairperson and three members.

<sup>2</sup> Players' status disputes involving PNGFA., its Members, clubs, players, officials, intermediaries and licensed match agents shall be settled in the last instance by an independent and duly constituted arbitration tribunal in accordance with these Statutes and subject to any applicable national law.

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**Article 48 National Soccer League (NSL) Committee**

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The National Soccer League (NSL) Committee shall organise the National Soccer League (NSL) in compliance with the provisions of these Statutes and the regulations applicable to the NSL. It shall consist of a chairperson, a deputy chairperson and five members.

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**Article 49 Women's Football Committee**

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

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**Article 50 Ad hoc committees**

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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 chairperson, a deputy chairperson and the appropriate number of members. The duties and function of ad hoc committees are defined in special regulations approved by the Executive Committee. An ad hoc committee shall report directly to the Executive Committee.

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**V. INDEPENDENT COMMITTEES**

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Article **51** Institutional independence

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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 PNGFA. and in accordance with its Statutes and regulations.

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Article **52** Audit and Compliance Committee

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<sup>1</sup> The Audit and Compliance Committee shall ensure the completeness and reliability of the financial accounting and review the financial statements, the consolidated financial statement and the independent and external auditors' reports. The Audit and Compliance Committee shall consist of a chairperson, a deputy chairperson and three members. Its members shall be knowledgeable and experienced in financial and/or regulatory and legal matters and may not be involved in any decision affecting the operations of PNGFA..

<sup>2</sup> The Audit and Compliance Committee shall advise, assist and oversee the Executive Committee in monitoring PNGFA's financial and compliance matters, set up compliance mechanisms and monitor compliance with the relevant regulations of PNGFA. It shall monitor the financial management and advise the Executive Committee on financial matters and asset management. It shall analyse the budget and the financial statements prepared by the General Secretary. 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 consolidated financial statements and the independent and external auditor's report. The Audit and Compliance Committee shall furthermore monitor PNGFA'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 programme within PNGFA..

<sup>3</sup> Details on the Audit and Compliance Committee's responsibilities, its internal cooperation and other procedural matters are stipulated in the Internal Organisation Regulations of PNGFA.

<sup>4</sup> The chairperson, deputy chairperson and members 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 PNGFA and shall fulfil the independence requirements contained in par. 5 below.

<sup>5</sup> 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 PNGFA, one of PNGFA's Members, a league or a club (including any of their affiliated companies/organisations), nor have or have had in the four years preceding their initial term any material business relationship with PNGFA, one of PNGFA's Members, a league or a club (including any of their affiliated companies/organisations). "Immediate family member" shall mean, with respect to a person, such person's spouse or domestic partner, 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.

<sup>6</sup> If the chairperson, the deputy chairperson or a 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.

<sup>7</sup> Decisions passed by the Audit and Compliance Committee shall only be valid if a majority (more than 50%) of the members are present.

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Article **53** Electoral committee

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<sup>1</sup> The electoral committee is the body in charge of organising and supervising the election process in accordance with the Electoral Code of PNGFA.

<sup>2</sup> The composition and function of the electoral committee shall be governed by the Electoral Code of PNGFA.

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Article **54** Judicial bodies

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<sup>1</sup> The judicial bodies are:

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

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

<sup>3</sup> The term of office of all members shall be four years. The members may be re-elected or relieved of their duties at any time, although they may only be relieved of their duties by the Congress.

<sup>4</sup> The chairpersons, deputy chairpersons and other members of the judicial bodies shall be elected by the Congress upon proposal of the Executive Committee and shall not be members of any other body of PNGFA.

<sup>5</sup> The chairpersons and deputy chairpersons of the judicial bodies shall fulfil the independence criteria that are stipulated in art. 53 par. 5 of these Statutes.

<sup>6</sup> If the chairperson, the deputy chairperson or a member of a judicial body permanently ceases to perform his official function during his term of office, the Executive Committee shall appoint a replacement to serve until the next Congress, in which the Congress shall appoint a new member of the respective judicial body for the remaining period.

<sup>7</sup> The responsibilities and function of the judicial bodies shall be stipulated in the Disciplinary and Ethics Code of PNGFA.

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Article **55** Disciplinary and Ethics Committee

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<sup>1</sup> The function of the Disciplinary Code and Code of Ethics Committee shall be governed by the Disciplinary Code and Code of Ethics of PNGFA.

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

<sup>3</sup> These provisions do not affect the powers of the Congress and the Executive Committee with regard to the suspension and expulsion of Members.

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<sup>4</sup> The Executive Committee shall issue the Disciplinary and Ethics Code of PNGFA., which shall be in accordance with the principles laid down in the FIFA Disciplinary Code and the FIFA Ethics Code.

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## Article 56 Appeal Committee

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<sup>1</sup> The function of the Appeal Committee shall be governed by the Disciplinary Code and Code of Ethics of PNGFA..

<sup>2</sup> The Appeal Committee is responsible for hearing appeals against decisions from the Disciplinary Code and Code of Ethics Committee that are not declared final by the relevant regulations of PNGFA. The Appeal Committee is also responsible for hearing appeals against decisions from the Electoral Committee in accordance with the Electoral Code.

<sup>3</sup> Decisions pronounced by the Appeal Committee may only be referred to an independent and duly constituted arbitration tribunal in accordance with the provisions in these Statutes.

## VI. DISCIPLINARY MEASURES

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### Article 57 Disciplinary measures

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The disciplinary measures are primarily:

<sup>1</sup> for natural and legal persons:

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

<sup>2</sup> 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 a stadium;
- f) a ban on taking part in any football-related activity;
- g) social work;
- h) compliance training.

<sup>3</sup> for legal persons:

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

- j) replaying a match.

## VII. ARBITRATION

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### Article 58 Arbitration

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

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

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### Article 59 Jurisdiction

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<sup>1</sup> PNGFA. shall have jurisdiction on internal national disputes, i.e. disputes between parties belonging or affiliated to PNGFA.

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

<sup>3</sup> PNGFA. shall ensure its full compliance and that of all those subject to its jurisdiction with any final decision passed by a FIFA body, a OFC body, the arbitration tribunal recognised by PNGFA or CAS.

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## VIII. FINANCE

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### Article 60 Financial period

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<sup>1</sup> The financial period of PNGFA. shall be one year and shall begin on 1 January and end on 31 December.

<sup>2</sup> The revenue and expenses of PNGFA. shall be managed so that they balance out over the financial period. PNGFA's major duties in the future shall be guaranteed through the creation of reserves.

<sup>3</sup> The General Secretary is responsible for drawing up the annual consolidated accounts of PNGFA. with its subsidiaries as at 31 December.

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### Article 61 Revenue

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The revenue of PNGFA comprises:

- a) Members' annual subscriptions;
  - b) receipts generated by the marketing of rights to which PNGFA is entitled;
  - c) fines imposed by the authorised bodies;
-

- d) other subscriptions and receipts in keeping with the objectives pursued by PNGFA;
- e) donations;
- f) any other revenue related to football activities;
- g) funding from FIFA and from OFC.

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Article **62** Expenses

---

PNGFA. shall bear:

- 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 PNGFA.

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Article **63** Independent and external auditors

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The independent and external auditors appointed by the Congress shall audit on a yearly basis the accounts approved by the Audit and Compliance Committee in accordance with the appropriate principles of accounting and present a report to the Congress. The independent and external auditors shall be appointed for a period of 2 years. Their mandate may be renewed.

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Article **64** Membership subscriptions

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<sup>1</sup> Membership subscriptions are due by the last day of April of each calendar year. The annual subscription for new Members for the year in question shall be paid within 30 days of the close of the Congress at which they are admitted.

<sup>2</sup> The Congress shall fix the amount of the annual subscription every four years on the recommendation of the Executive Committee. It shall be the same for every Member and amount to no more than PGK 1,000.

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Article **65** Settlement

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

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Article **66** Levies

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

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Article **67** **Publication of financial data**

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<sup>1</sup> PNGFA. 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.

<sup>2</sup> The remuneration, of the members of the Executive Committee (if applicable), the General Secretary and the members of the independent committees (if applicable) shall also be made publicly available (e.g. through the official website of PNGFA) on a regular basis.

**IX. COMPETITIONS AND RIGHTS IN COMPETITIONS AND EVENTS**

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Article **68** **Competitions**

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<sup>1</sup> PNGFA. shall organise and coordinate the following official competitions held within its territory:

- a) the National Soccer League:
  - Premier Competition
  - Conference Competition
  - Women's Competition
- b) Football Association Cup (FAC) – male & female
- c) National Club Champion – male & female
- d) Youth Festival/Championship
- e) Futsal (National)
- f) Beach Soccer (National)

<sup>2</sup> The Executive Committee may delegate to PNGFA. subordinate leagues the authority to organise competitions (e.g. by means of a proper and comprehensive agreement for elite football). The competitions organised by the leagues shall not interfere with those competitions organised by PNGFA. Competitions organised by PNGFA shall take priority.

<sup>3</sup> The Executive Committee may issue special regulations to this end.

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Article **69** **Club licensing**

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The Executive Committee shall issue regulations regarding a club licensing system governing the participation of clubs in the competitions of PNGFA and OFC, in compliance with the minimum requirements of the club licensing system as set up by OFC and FIFA.

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Article **70** **Rights**

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<sup>1</sup> PNGFA. and its Members are the original owners of all of 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.

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

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Article **71** **Authorisation to distribute**

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

<sup>2</sup> The Executive Committee shall issue special regulations to this end.

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**X. INTERNATIONAL MATCHES AND COMPETITIONS**

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Article **72** **International matches and competitions**

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

<sup>2</sup> PNGFA. is bound by the international match calendar compiled by FIFA.

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Article **73** **Contacts**

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

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Article **74** **Approval**

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

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

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**XI. FINAL PROVISIONS**

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Article **75** **Unforeseen contingencies and force majeure**

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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 take into account the relevant regulations of FIFA and of OFC, as well as any applicable mandatory laws.

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Article **76** **Publication of corporate documents**

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

- a) Statutes and Standing Orders of the Congress;
  - b) Electoral Code;
  - c) Disciplinary and Ethics Code;
  - d) Internal Organisation Regulations;
  - e) most important/key decisions;
  - f) its strategy;
  - g) agenda for Executive Committee and Congress meetings;
  - h) circular letters.
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Article **77** **Dissolution**

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<sup>1</sup> Any decision relating to the dissolution of PNGFA. requires a majority of two-thirds of all of the Members of PNGFA, which must be obtained at a Congress specially convened for the purpose.

<sup>2</sup> If PNGFA. is disbanded, its assets shall be transferred to the Independent State of Papua New Guinea. It shall hold these assets as a trustee in accordance with the relevant professional duties until PNGFA is re-established. The final Congress may, however, choose another recipient for the assets on the basis of a two-thirds majority.

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Article **78** **Enforcement**

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These Statutes were adopted at the Congress in Port Moresby (Hide Away Hotel on Friday 20<sup>th</sup> December 2019 and come into force on Saturday 21<sup>st</sup> December 2019. The former Statutes of PNGFA. are hereby repealed.

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For PNGFA

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John Kapi Natto  
President

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Pius Letenge  
General Secretary

Date:.....Day of.....2020

### Part 1: General provisions

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- <sup>1</sup> The integrity checks with regard to candidates for, and holders of, official positions within PNGFA. that are subject to such checks (“candidates or holders”) shall be conducted by the relevant body in accordance with the provisions of these Statutes and this annexe.
- <sup>2</sup> Candidates or holders are obliged to comply with the screening and self-disclosure process as outlined in parts 2 and 3 below. Prior to the screening process, every candidate or holder shall give his written consent to said process through a form provided by the relevant body conducting the integrity check. If such written consent is not provided, the candidate or holder shall be deemed not to have passed the integrity check.
- <sup>3</sup> Candidates or holders shall act in good faith at all times and shall fully collaborate to establish the relevant facts upon reasonable notice. If the candidate or holder concerned does not cooperate with the body competent to conduct the integrity check, the candidate or holder shall be deemed not to have passed the integrity check.
- <sup>4</sup> The candidate or holder shall be deemed not to have passed the integrity check, if he:

  - a) has been subject to criminal convictions or disciplinary sanctions by a state court, in particular if the offence in question was a substantive issue and not a minor infraction or procedural misconduct;
  - b) has been found guilty and/or sentenced by the FIFA Ethics Committee or any other sporting body with a sanction that would seriously put into question the discharge of the office concerned.
- <sup>5</sup> Subject to the relevant provisions regarding disclosure and forwarding of the information and related data obtained in the context of integrity checks in accordance with this annexe, all such information and related data must be treated as strictly confidential by the body conducting the integrity check concerned.

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### Part 2: Screening process

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- <sup>1</sup> At the beginning of the screening process, every candidate or holder shall undergo an identification check (“ID check”). In this context, the candidate or holder shall submit a valid copy of his passport to the body in charge of performing the integrity check. The ID check shall include verification/identification of the following elements:

  - a) name(s) and surname(s);
  - b) address of residence;
  - c) date and place of birth;
  - d) nationality/nationalities.
- <sup>2</sup> Every candidate or holder shall complete the questionnaire contained in part 3 below.
- <sup>3</sup> The body in charge of performing the integrity check may conduct independent research and/or investigations in order to obtain further relevant information on a particular candidate or holder, which may include information on intermediaries and related parties, mandates, potential conflicts of interest and significant participations as well as civil and criminal proceedings/investigations.



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### Part 3: Questionnaire

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First name(s):	
Surname(s):	
Address of residence:	
Date and place of birth:	
Nationality/nationalities:	
Profession:	

<sup>1</sup> Have you previously been convicted by a final decision of any intentional indictable offence or of any offence corresponding to a violation of the rules of conduct set out in part II section 5 of the FIFA Code of Ethics?

No  Yes

If yes, please specify:

<sup>2</sup> Has a sports governing body ever imposed any disciplinary or similar sanction or measure on you in the past for actions which amount to a violation of the rules of conduct set out in part II section 5 of the FIFA Code of Ethics?

No  Yes

If yes, please specify:

<sup>3</sup> Are you the subject of any pending civil, criminal or disciplinary proceedings or investigations?

No  Yes

If yes, please specify:

<sup>4</sup> I am fully aware that I am subject to the provisions of the Disciplinary and Ethics Code of PNGFA and to the provisions of the Statutes and other regulations of PNGFA that may address integrity issues, and I fully comply with such provisions.

<sup>5</sup> I currently hold the following positions in football:

<sup>6</sup> The following facts and circumstances may give rise to potential conflicts of interest regarding me (cf. in particular art. 23 par. 9 of these Statutes):

<sup>7</sup> Remarks and observations which may be of potential relevance in the context of the integrity check:

<sup>8</sup> I am fully aware and agree that this questionnaire is made available to the members of the appropriate body of PNGFA.

<sup>9</sup> I am fully aware and confirm that I must notify the body conducting the integrity check of any relevant facts and circumstances arising after the integrity check has been completed.

<sup>10</sup> I am fully aware and confirm that I am obliged to collaborate fully to establish the relevant facts with regard to the integrity check to which I am subject. In particular, I will comply with requests for any documents, information or any other material of any nature held

by me. In addition, I will comply with the procurement and provision of documents, information or any other material of any nature not held by me but which I am entitled to obtain.

<sup>11</sup> I am fully aware and confirm that the body conducting the integrity check may also request information on possible sanctions (questions 1 and 2 above) directly from FIFA or the relevant confederation as well as from other institutions such as the Court of Arbitration for Sport in Lausanne, Switzerland, or the International Olympic Committee. In this regard, I hereby release the relevant institutions from any obligation of confidentiality relating to the information concerned.

<sup>12</sup> I am fully aware and confirm that the body conducting the integrity check may collect further information on me in accordance with part 2 par. 3 of this annexe.

\_\_\_\_\_  
(Place and date)

\_\_\_\_\_  
(Signature)