ASIAN
FOOTBALL
CONFEDERATION

# GUIDELINES ON PRINCIPLES OF GOOD GOVERNANCE FOR REGIONAL ASSOCIATIONS' STATUTES



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## Definitions and references

Whenever relevant, the terminology used in these Guidelines on Principles of Good Governance for Regional Associations' Statutes (the "Guidelines") shall refer to the terms defined in the Definitions section of the AFC Statutes, unless the context indicates otherwise and all terms whose meaning can be derived within the context of the AFC Statutes shall have the same meaning within these Guidelines.

For the purposes of these Guidelines, and provided the context so permits:

(a) the singular shall include the plural and vice-versa;

(b) the masculine gender shall include the feminine and vice-versa;

(c) reference to natural persons shall include any legal person or corporation; and

(d) references to the AFC shall include its successors and permitted assigns, and where the context requires, the AFC Committees.

## Preamble

Statutes provide the basic constitutional rules of every Regional Association. They set out the internal structure of the Regional Association, describe the rights and obligations of its members, and outline the Regional Association's principles, purposes and objectives.

As recognised associations pursuant to the AFC Statutes, the Regional Associations must ensure that their statutes fully comply with the mandatory provisions and requirements contained in the AFC Statutes, regulations, directives, and decisions of the AFC vis-à-vis FIFA. Moreover, Article 14.4 of the AFC Statutes refers to a number of principles of good governance that shall be in each Regional Association's statutes mandatorily.

In addition to this, and in order to help safeguard a democratic, fair, comprehensible and financially responsible running of a Regional Association, the AFC strongly advises and recommends that the Regional Associations adopt additional principles of good governance in their statutes and regulations.

With the aim of assisting and guiding the Regional Associations pursuant to Article 14.3 of the AFC Statutes, the AFC has issued these Guidelines to clarify the relevant mandatory provisions and the additional good governance principles. Section I of these Guidelines lists the principles and obligations that must be reflected in the statutes of each Regional Association and further clarifies the content and rationale of these principles and obligations. Section II of these Guidelines focuses on additional (recommended) principles of good governance, advocated by the AFC, and also clarifies their scope and applicability. Finally, the model statutes, model standing orders and model electoral code that are annexed to these Guidelines have been issued, on the one hand, to better grasp the practical application of the mandatory principles contained herein and, on the other, to assist Regional Associations in their reform process. The models mentioned above may be used by Regional Associations to ensure that their regulatory frameworks are in line with the provisions and principles of good governance detailed in these Guidelines.

# SECTION I. REGIONAL ASSOCIATIONS' OBLIGATIONS AS SET OUT IN THE AFC STATUTES

## 1. Binding nature

1. The principles set out in Article 2 of these Guidelines reflect the Regional Associations' obligations as laid out in Article 14.4 of the AFC Statutes and are therefore mandatory. Each Regional Association shall reflect the substance of the principles set out in Article 2 (Mandatory Principles) of these Guidelines in its own Statutes.

2. In addition, and in view of their mandatory nature as per the AFC Statutes and regulations, each Regional Association must ensure that the additional obligations contained in Article 3 (Regional Associations' further obligations) of these Guidelines are also reflected in its own statutes in substance.

## 2. Mandatory obligations

1. The obligations set out in this article are mandatory pursuant to Articles 14.4 (a) to (k) [read together with Article 14.3 (a)] of the AFC Statutes. Consequently, the statutes of all Regional Associations shall mandatorily reflect and implement their obligations to:

   a) be neutral in matters of politics and religion;

   No Regional Association shall support, contribute to, endorse, sponsor or otherwise advocate for any political or religious party, group or cause in any way.

   The objective of organised football is to improve and promote organised football in such a way that the educational, social, humanitarian, and unifying values of the sport are also promoted. This objective, and these values, require that Regional Associations remain neutral in all matters related to politics and religion.

   b) prohibit all forms of discrimination;

   Each Regional Association shall absolutely prohibit, and avoid, 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, age, physical appearance, religion, political opinion or any other opinion, wealth, birth or any other status, sexual orientation or any other reason. Regional Association shall ensure that no such discrimination takes place within their own structures and the structures of their members and affiliates. Furthermore, the Regional Association shall impose sanctions provided for in their statutes in the event of a case of discrimination.

   Regional Associations shall treat all persons equally, allowing the promotion and spreading of football's educational, social, humanitarian, and unifying values. They shall ensure that they offer equal opportunities in, and equal

access to, organised football to every person who so desires. Specific, non-discriminatory rules that regulate the participation of players in certain competitions may be adopted by Regional Associations as long as they are solely promulgated for objective sporting reasons.

c) be independent and avoid any form of political interference;

Each Regional Association shall manage its own affairs independently of any undue political or state interference or other outside third-party influence. In particular, the national, regional or local government in the territory of the respective Regional Association (including the Member Associations that are members of the Regional Association) shall not unduly interfere in its affairs. FIFA and the AFC's objective is to ensure equality and fair play across the world of organised football for players, officials, and other stakeholders and in international competitions. This goal would be endangered if Regional Associations were to allow undue government or other third-party interference in the running of their organisation and competitions.

d) ensure that their judicial bodies are independent (separation of powers);

The presence of independent judicial bodies and the introduction of a separation of powers between the judicial bodies and the other bodies of an association are basic principles of good governance and absolutely essential to the proper functioning, integrity and reputation of Regional Associations. Such principles increase impartiality and transparency in the decision-making process, prevent any official from gaining inappropriate amounts of power over an association and promote due process and ethical, trustworthy behaviour. The members of the judicial bodies of a Regional Association, in order to be considered independent, must not hold any other official function in the Regional Association concerned and must either be elected or their appointment must be ratified by the congress of the Regional Association following their recommendations from the Member Associations.

e) agree to recognise the jurisdiction and authority of CAS and give priority to arbitration as a means of dispute resolution;

Arbitration is an efficient and highly specialised means of resolving sports-related disputes. The recognition by all involved stakeholders of the jurisdiction and authority of CAS not only provides all stakeholders with a clear and uniform method of dispute resolution but also ensures the uniformity of decisions and case law, leading to a greater legal certainty for all parties involved. Promoting sports arbitration in general and the jurisdiction of CAS in particular is therefore a priority for the AFC and FIFA. Recourse to ordinary courts of law, unless AFC or FIFA regulations (e.g., Regulations on the Status and Transfer of Players) or binding national legal provisions specifically provide for or stipulate such, is therefore strictly prohibited by the AFC and FIFA. Recourse to ordinary courts of law for all types of provisional measures is also prohibited.

f) regulate matters relating to refereeing, the fight against doping, the imposition of disciplinary measures, including for ethical misconduct, measures required to protect the integrity of competitions, and, where applicable, club licensing;

In the interest of harmonising the game of football and ensuring fair play and equal opportunities for everyone involved in the game, the AFC expects the Regional Associations to adopt and implement the necessary regulations for various areas of football. In doing so, Regional Associations help prevent all methods and practices, such as corruption, doping or match manipulation, as well as individual misconduct, which might jeopardise the integrity of matches, competitions, players, officials and Member Associations, or give rise to abuse of football, or abuse and harassment within football (cf. relevant provisions of the AFC Disciplinary and Ethics Code and AFC Code of Conduct).

As part of their statutory obligations, Regional Associations must be in a position to impose disciplinary measures, including for ethical misconduct, through their judicial bodies, on the relevant stakeholders and affiliates within their own structures, as well as regulate refereeing matters and the registration of players according to the relevant AFC and/or FIFA regulations through their own bodies.

g) define the respective competence of their decision-making bodies;

The principle of separation of powers is a fundamental aspect of good governance, helping to ensure legal certainty, transparency and accountability. One important aspect of this principle is the clear definition and division of the competences of a Regional Association's decision-making bodies so as to limit any potential conflict of competence between these bodies. It must be clear at all times which body must or may take which decisions. Regional Associations must define the competences of their respective bodies in a clear and binding manner that prevents any misuse of power or any institutional or statutory inconsistency.

h) avoid conflicts of interest in decision-making;

Conflicts of interest in decision-making (cf. relevant provisions of the AFC Disciplinary and Ethic Code and relevant AFC regulations) undermine the transparency of decisions, the accountability of all parties involved, and the principles of fairness and equal opportunities. They also put a Regional Association's financial status at risk by obscuring and undermining the objective criteria that should be determinative in decision-making. Therefore, the AFC expects Regional Associations to draw up and enforce regulations and guidelines that prevent any risk or possibility of a conflict of interest in decision-making and set out effective strategies for dealing with such conflicts if they nevertheless arise.

i) ensure that their legislative bodies are constituted in accordance with the principles of representative democracy and take into account the importance of gender equality in football;

Democratic representation of all football stakeholders has long been one of the AFC's core principles. The game of football should be open to all legitimate stakeholders who wish to participate, who should all have a say in its governance and future, either directly as members of a Regional Association's congress or indirectly as members or affiliates at a lower level in the football structure of the respective Regional Associations.

As more women and girls become involved in the game of football, their representation in legislative and governing bodies must be encouraged and secured. Therefore, the AFC requires the legislative bodies of its Regional Associations to be constituted in accordance with the principles of representative democracy, and to ensure that gender equality plays its rightful part.

j) undertake a yearly independent audit of its accounts;

Financial good governance and responsibility require an external and independent perspective and a specialist's assessment of processes, spending, and implemented safeguards. Therefore, the AFC requires its Regional Associations to undertake a full yearly independent audit of their accounts, carried out according to the rules of best practice in the industry by external and fully independent auditors with adequate qualifications.

k) ensure that all relevant stakeholders agree to respect the Laws of the Game and the principles of loyalty, integrity, sportsmanship, and fair play, as well as the Statutes, Guidelines, directives, and decisions of the AFC and FIFA;

Regional Associations, including all relevant stakeholders, shall organise Association Football in compliance with the Laws of the Game issued by The IFAB on the basis of Article 5 of the AFC Statutes and Article 7 of the FIFA Statutes.

Regional Associations, including all relevant stakeholders, shall organise Futsal in accordance with the Futsal Laws of the Game issued by FIFA, and beach soccer in accordance with the Beach Soccer Laws of the Game issued by FIFA on the basis of Article 5 of the AFC Statutes and Article 7 of the FIFA Statutes.

## 3. Regional Associations' further obligations

Pursuant to various other provisions contained in the AFC Statutes and regulations of the AFC and FIFA, Regional Associations are also under a number of further obligations. In order to ensure full compliance with these obligations, the substance of the following provisions – at the very least – must be reflected in the Regional Associations' statutes:

1. Adopt Statutes which comply with the principles of good governance and all AFC recommendations (cf. Article 14.3 (a) of the AFC Statutes).

2. Submit their Statutes and regulations, as revised from time to time, to the AFC for approval (cf. Article 14.3 (b) of the AFC Statutes).

3. Ensure the election of their decision-making bodies (cf. Art 14.3(c) of the AFC Statutes). Such bodies, i.e. executive committee, judicial and independent bodies must be elected by the Regional Association's congress to ensure democracy.

4. Invite the AFC to attend their respective congresses (cf. Article 14.3 (d) of the AFC Statutes). Since the Regional Associations are recognised by the AFC, the presence of the AFC (as observers) in the legislative proceedings enhances the democratic process by ensuring that the proceedings are open, transparent, and accountable to its stakeholders.

5. Fully comply with the Statutes, regulations, directives, and decisions of the AFC and FIFA (cf. Article 14.3 (e) of the AFC Statutes). Regional Associations, including all bodies and officials and their own members, shall fully comply with the Statutes, regulations, directives and decisions of the AFC and FIFA bodies at any time, as well as CAS decisions passed on appeal on the basis of Article 14 and Article 63.1 of the AFC Statutes.

6. Work in close collaboration with the AFC in all spheres in order to attain the objectives of the AFC (cf. Article 14.3 (f) and Article 2 of the AFC Statutes).

7. Regional Associations' members shall convene their supreme and legislative bodies in accordance with their statutes.

8. It is prohibited to take disputes arising in the Regional Associations' members or affecting leagues, members of leagues, clubs, members of clubs, players, officials and other association officials to ordinary courts of law, unless the FIFA regulations or binding legal provisions specifically provide for or stipulate recourse to such on the basis of Article 63.1 and Article 64.1 of the AFC Statutes. Furthermore, recourse to ordinary courts of law for all types of provisional measures is also prohibited. Instead of recourse to ordinary courts of law, such disputes shall be taken to an independent and duly constituted arbitration tribunal recognised under the rules of the member association or confederation or to CAS on the basis of Article 64.2 and Article 65.2 of the AFC Statutes.

9. Regional Associations shall organise their own competitions in compliance with the AFC and FIFA international match calendar on the basis of Article 14.2 (b) of the AFC Statutes.

10. Regional Associations' members shall organise and play international matches in accordance with the requirements of the AFC and FIFA Regulations Governing International Matches, respectively.

# SECTION II. PRINCIPLES OF GOOD GOVERNANCE

## 4. Recommendatory nature

The principles of good governance set out in this section, as well as the model statutes, model standing orders and model electoral code contained in Annexes 1, 2, and 3 of these Guidelines, are of a recommendatory nature. Although the basic principles listed below are recommendations only, certain aspects or elements of them nevertheless relate to mandatory obligations as per the AFC and FIFA Statutes and requirements (cf. Section I of these Guidelines). For such cases, the modal verb "must" is used in Section II.

## 5. Principles and standards to strengthen good governance

The principles and standards set out in this section seek to identify various issues related to the governance and administration of Regional Associations and other stakeholders, and suggest ways of strengthening good governance within a Regional Association. The AFC is convinced that these principles should be standard across all AFC Regional Associations and other stakeholders involved in organised football. Notwithstanding the above, each Regional Association should implement and adapt them according to its own needs, with due respect to both the mandatory requirements of its national law (where the Regional Association is registered) and the principle of autonomy of sports organisations.

In particular, the practical implementation and use of many principles of good governance depend, to some extent, on the Regional Association's available resources. All Regional Associations, regardless of their resources, should meet the standards of good governance that the AFC expects.

In order to adopt and apply principles and standards of good governance, the AFC strongly recommends that its Regional Associations' statutes and regulations incorporate the basic principles contained in the articles of this section.

## 6. Bodies of a Regional Association

The AFC considers the separation of powers to be the starting point and cornerstone of good governance in any Regional Association. Regional Associations' governing bodies should be separate and independent from one another, each capable of exercising a certain oversight over the others ("checks and balances"), with their competences and powers clearly defined in the respective Regional Associations' statutes and regulations.

1. Regional Associations must have the following bodies as part of their structure:

   a) a supreme and legislative body (a congress), consisting of an assembly of the members of the Regional Association, which convenes regularly according to the principles of representative democracy and takes the most fundamental decisions;

   b) a strategic, oversight and executive body (an executive committee), made up of persons elected or appointed to their positions by the legislative body, to make executive decisions on cases that do not come under the sphere of responsibility of the legislative body, and implement the decisions made by other bodies of the Regional Association;

c) an operational and administrative body (a general secretariat), to carry out all administrative work and tasks within the Regional Association under the direction of a general secretary or a chief executive officer and to implement decisions passed by the congress, the executive committee and any other bodies of the Regional Association; and

d) an independent judiciary (judicial bodies), taking decisions independently on any disciplinary and ethical issues.

2. Furthermore, special duties and decision-making powers that do not fall within the sphere of responsibility of the aforementioned bodies should be attributed to other bodies (e.g., electoral committees and audit and compliance committee) and specified in the statutes and regulations of the Regional Association.

3. The members of the various bodies of a Regional Association should act responsibly and professionally while performing their tasks and duties. In particular, they should at all times:

a) act in good faith and with due diligence and care, in the best interests of the Regional Associations, its stakeholders (the Member Associations) and employees, and the general public;

b) treat all membership groups and stakeholders equally and fairly;

c) act in accordance with the highest ethical standards and the relevant regulations, codes and decisions of the Regional Association, the AFC and FIFA; and

d) withdraw from a debate and from taking any decision if there is any risk or possibility of a conflict of interest.

A. Congress

1. The congress of a Regional Association must be organised according to the principles of representative democracy and take into account the importance of gender equality in football.

2. The members of a Regional Association should be represented in the congress by at least one delegate appointed or elected by the members themselves by means of a democratic procedure that guarantees the complete independence of the election or appointment.

3. Decisions must be taken by a vote, and each member of a Regional Association should have one vote.

4. Persons who hold a position in any other body of a Regional Association, such as the executive committee or a judicial body, and persons who hold a position in the administration of a Regional Association, may have a voice in the congress if the statutes of the Regional Association afford them one, but may not vote.

5. The congress of a Regional Association should be composed of relevant football stakeholders (its Member Associations) and should reflect the reality of women's football in the territory of the relevant region.

6. The Regional Association must adopt an electoral code or a specific set of rules that sets out the binding provisions according to which the legislative body elects or appoints its officials on a regular basis. If these formal requirements are breached, members of the Regional Association should have judicial recourse available to them.

7. Elections within a Regional Association must be held by secret ballot. The congress may decide to proceed otherwise in case the number of candidates is equal to the number of vacant positions. Votes for any other matters may be held by a show of hands. Voting by proxy or letter should not be permitted.

8. The members of the Regional Association should be informed in due time of all circumstances, and provided, within a reasonable period of time, with all documents necessary for them to make fully informed, reasonable and comprehensible decisions on matters which fall under the competence of the legislative body.

9. The congress should have the following powers:

   a) to approve the Regional Association's financial statements and budget;

   b) to elect and dismiss the president, vice-president(s) and members of the executive committee, the chairpersons, vice-chairpersons and members of the judicial bodies and other bodies or committees (e.g., audit and compliance committee and electoral committee);

   c) to approve applications for membership and suspend or expel members;

   d) to set out requirements and conditions for membership;

   e) to appoint scrutineers to supervise the voting process;

   f) to set the membership subscription or fee;

   g) to determine which body of the Regional Association issues what type of regulations, and the procedure for amending them;

   h) to approve and amend the governing documents of the Regional Association, i.e., the statutes and any orders or rules relating to the congress's own functioning (e.g., standing orders of the congress), and, in particular, to set requisite quorums and majorities for decisions;

   i) to propose, discuss, accept or reject items on its own agenda;

j) to appoint the independent external auditors; and

k) to dissolve the Regional Association and decide to which entity its assets should be transferred.

B. Executive committee

1. In general, the members of the executive committee should be elected.

2. Members of the executive committee must not be members of the congress, the general secretariat or any judicial bodies.

3. The statutes of the Regional Association should define in a clear and unambiguous way the powers of the executive committee, its composition and the criteria for elections or appointment. In addition, they should make clear what positions for executive committee members are incompatible with membership in other bodies.

4. The statutes of the Regional Association should define which regulations the executive committee must issue or approve, and which regulations fall under the competence of the congress.

5. The statutes of the Regional Association may set out term limits for the members of the executive committee, including a limit on how many terms a member may serve on the executive committee as president. Term limits for the executive committee members are generally recommended as they are part of good governance practices. However, each Regional Association has the authority to decide how and if they will implement them. This autonomy allows for flexibility and consideration of each association's specific needs and circumstances.

6. At least one seat on the executive committee should be reserved for a female member.

7. The executive committee should identify areas of specialisation in which its work can be assisted by standing and ad hoc committees. Such committees should act as advisory bodies to the executive committee, unless the latter grants them decision-making powers, and should be composed of members knowledgeable about and experienced in the relevant field of expertise. Appropriate female representation should be encouraged in standing and ad hoc committees.

8. Regional Associations should establish transparent and unambiguous regulations regarding the work of the executive committee, namely:

a) the manner in which it takes its decisions;

b) the requisite majorities and the voting system;

c) the frequency of its meetings;

d) the agenda for executive committee meetings and minute-taking; and

e) the supply of documents and information to the members of the executive committee.

C. General secretariat

1. The general secretariat is the operational and administrative body of the Regional Association and is headed by a general secretary. Regional Associations should clearly define in their statutes and regulations the responsibilities and powers of the general secretariat, in relation to the responsibilities and powers of the executive committee and of the congress.

2. The general secretary should handle the day-to-day business and report to the president and the executive committee.

3. The general secretary should be appointed by the executive committee upon proposal of the president on the basis of an agreement governed by private law and should have the necessary professional qualifications. The general secretary should strive to professionalise the administration of the Regional Association as far as possible.

4. The general secretary should implement decisions passed by the congress, the executive committee and any other bodies of the Regional Association and should attend the meetings of the congress and the executive committee. He may express opinions, but not vote.

5. If the Regional Association appoints a compliance officer, this position should be independent from the general secretariat as far as possible in order to better avoid situations of conflicts of interest.

D. Judicial bodies

1. Regional Associations should define in their statutes the relevant criteria required to ensure the full independence of the members of their judicial bodies. They should ensure that the necessary criteria and qualifications for election to one of their judicial bodies are clear and transparent and guarantee that their judicial bodies work to the highest possible standards of professionalism and integrity.

2. Regional Associations should, in general, have the following judicial bodies: one or more first instance bodies which impose sanctions of a disciplinary nature and/or of an ethical nature, and an appeal committee which has the power to review and, if necessary, overturn the decisions of the first instance body or bodies or any lower judicial bodies.

3. Neither the congress nor the executive committee may have the power to overturn or in any way alter or influence the decisions of the judicial bodies. The statutes of the Regional Association and the relevant codes or regulations should set out which arbitration tribunal is competent to hear appeals against

final decisions of the judicial bodies of the Regional Association or of the Regional Association itself, and which parties are entitled to raise such appeals.

4. If a judicial body has the power to impose sanctions on any party, those sanctions should be set out in full in the statutes and/or regulations of the Regional Associations. Sanctions that are not set out in the statutes and regulations of the Regional Associations should not be imposed.

5. The congresses of the Regional Associations should elect or ratify the appointment of the members of the judicial bodies for a term defined in their statutes.

6. Regional Associations should ensure that women are adequately represented within their judicial bodies.

7. All proceedings conducted before a judicial body of a Regional Association should be conducted according to the acknowledged rules of due process. The proceedings of all judicial bodies must guarantee the right to a fair trial, the right to be heard, and equal treatment.

8. Regional Associations are strongly advised to adopt in their statutes and regulations other specific provisions that guarantee a greater independence of the members of judicial bodies (e.g., restricting certain persons from accessing such bodies, namely individuals who themselves, or whose immediate family members, have exercised any particular executive or administrative function or entertained any business relationship with the relevant member association or any of its own members, leagues or clubs – including any of their affiliated companies/organisations – during a specific period of time prior to their first appointment). The AFC considers the independence of a Regional Association's judicial bodies and the separation of powers between its judicial and executive and legislative branches absolutely essential for the proper functioning, integrity, and reputation of Regional Associations.

E. Other bodies

1. The statutes and regulations of the Regional Association should define the relevant duties, composition and competences of other bodies that might or should also exist within the structure of a Regional Association (e.g., audit and compliance committee and electoral committee).

2. Regional Associations should ensure that the necessary criteria and qualifications for election to such bodies are clear and transparent and guarantee that they work to the highest possible standards of professionalism and integrity.

3. Members of bodies that take decisions affecting the Regional Association significantly should be elected or their appointment ratified by its congress.

## 7. Separation of powers and checks and balances

1. The bodies of each Regional Association and, in particular, its executive, legislative, judicial and administrative branches should each have clearly defined separate and independent powers and areas of responsibility so that the powers of one branch are not in conflict with the powers of the other branches. The statutes and regulations of Regional Associations should define the respective powers and responsibilities of each body in detail. The AFC considers that an efficient and clear separation of powers substantially strengthens good governance within the Regional Association and helps ensure that their bodies can work more effectively and transparently.

2. The AFC also recommends that Regional Associations implement mechanisms for checks and balances within their own structures, ensuring that the different bodies of a Regional Association can exercise a certain level of control and check on the other bodies in order to reduce the risk of inappropriate concentrations of powers. Such checks and balances should be unambiguous and clearly defined in the statutes or regulations of the Regional Association.

## 8. Structure

1. The structure of the Regional Association should be defined by the legislative body and should be set out in the statutes of the Regional Association in a clear and unambiguous manner.

2. Members should not be natural persons but legal entities and should be represented at congress level by delegates who have been elected or appointed through a democratic procedure and without any external influence. In this context, an adequate and fair balance in the voting power of the respective delegates representing the stakeholders must be ensured.

3. The requirements for membership, and the conditions under which a member may be suspended or expelled, should be clearly described, transparent, and unambiguous. The legislative body of the Regional Association should set these conditions, keeping in mind the prerogatives of the AFC and FIFA.

## 9. Regulations of Regional Associations

1. The regulations and any other regulatory instruments of a Regional Association should be clear, transparent, and easily accessible to all stakeholders and affiliates. The scope and content of such instruments should be the result of a thorough and inclusive consultation process between the relevant Regional Association and legitimate stakeholders.

2. It should be clearly defined which body of the Regional Association has the power to issue which set of regulations.

3. The procedure for amending any given set of regulations should be clearly defined.

## 10. Transparency

1. Regional Associations should have an up-to-date and easy-to-use website where basic information about the association, including its strategy and objectives, is readily available to stakeholders and contractual partners. Regional Associations should ensure that their channels for disseminating information provide their members and stakeholders with equal, timely and cost-efficient access to information.

2. Regional Associations should publicise on their website at least the core and most important regulations, such as their statutes, procedural regulations of the legislative body, and the rules governing the judicial bodies (i.e., disciplinary and ethics code).

3. Decision-making processes should be transparent and clearly defined in the relevant statutory framework of Regional Associations.

4. Regional Associations should monitor and, when required, change their governance practices in a transparent manner, consistently ensuring clear lines of accountability.

## 11. Financial good governance

1. Regional Associations should commit to full financial transparency and accountability.

2. The relevant financial documents and reports approved by the congress should be published on its official website after each congress and made readily available to the members.

3. Regional Associations should have clear and transparent legislation on cases of related party transactions and conflicts of interest. They should also clearly regulate their tender processes and signing powers, taking into account best practices such as the principle that two signatories should be required for a valid conclusion of a contract, and setting out clear guidelines for approvals in case significant payments are made.

4. The compensation to the officials of Regional Associations, particularly the elected members, may be made known to the members or made publicly available.

5. Regional Associations should ensure that they have a mechanism in place to regularly monitor the organisational performance of the Regional Association, particularly in order to ensure that plans and budgets are in line with the Regional Association's aims and resources, and to manage and mitigate financial risks.

6. Regional Associations should have guidelines and regulations in place that prevent bribery, corruption, money laundering, and the involvement of criminal organisations in football.

## 12. Compliance

1. Regional Associations should implement a compliance programme to protect the organisation from liability by preventing improper conduct and promoting adherence to the law. The compliance programme should, in particular:

   a) help embed a culture of compliance that promotes an ethical culture, and implement a compliance structure with dedicated resources (i.e., by appointing a compliance officer) and that sets the tone from the top to communicate the importance of ethics and compliance;

   b) define the organisation's key risk activities and mitigating controls, and establish an action plan; and

   c) define transparent, accessible, and understandable policies and procedures across the organisation (i.e., code of conduct and generally recognised rules of good governance).

## 13. Human rights

1. Regional Associations should have a policy commitment to respecting all internationally recognised human rights and striving to promote the protection of these rights in their statutes.

2. Based on this statutory commitment, Regional Associations should develop a human rights policy and adequate implementation structures and procedures, responding to the most salient human rights risks associated with the Regional Associations' operations, in accordance with all internationally recognised human rights principles. This should include taking adequate measures in the areas of safeguarding and protection from abuse.

# SECTION III. FINAL PROVISIONS

## 14 Legal Provisions and Effective Date

1. These Guidelines are issued under Articles 14.3 (a) and 14.4 of the AFC Statutes by the AFC General Secretariat.

2. These Guidelines shall come into effect on 5 December 2025.

# Annexe 1

**Model statutes**

The model statutes as set out in this annexe are of a recommendatory nature. It is not the AFC's intent to impose a uniform and rigid set of statutes on each and every one of its Regional Associations. Rather, in drafting these model statutes, the AFC's intention is to provide a sample set of statutes which will aid the Regional Associations in their internal reforms and encourage them to adopt up-to-date best practices and standards of good governance while simultaneously taking due consideration of the requirements of each national law, the Regional Associations' circumstances and the importance of guaranteeing the autonomy of sports organisations.

In that spirit, the AFC strongly suggests and recommends the adoption of these model statutes and their implementation according to the specific needs of each Regional Association.

# Annexe 2

**Model standing orders**

The model standing orders as set out in this annexe is also of a recommendatory nature and may be used by Regional Associations as a basis to assist them in the drafting and revision of their statutory framework. Notwithstanding this, and as this model is fully in line with the basic content of the proposed model statutes contained in Annexe 1 of these Guidelines, the AFC also suggests and recommends their adoption and implementation by the Regional Associations according to their own specific needs.

# Annexe 3

**Model electoral code**

The model electoral code as set out in this annexe is also of a recommendatory nature and may be used by Regional Associations as a basis to assist them in the drafting and revision of their statutory framework. Notwithstanding this, and as this model is fully in line with the basic content of the proposed model statutes contained in Annexe 1 of these Guidelines, the AFC also suggests and recommends their adoption and implementation by the Regional Associations according to their own specific needs.

ANNEXE 1 – MODEL STATUTES

# Statutes of X

[Insert month and year] edition

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# STATUTES OF THE X

## DEFINITIONS[1]

The terms given below denote the following:

1. X [ Abbreviation or acronym of the regional association]: [add full name of the regional association]

2. "Association" means "a Football Association recognised as such by FIFA. It is a member of FIFA, unless a different meaning is evident from the context".

3. "AFC" means the "Asian Football Confederation".

4. "Association Football" means "the game controlled by FIFA and organised by FIFA, the Confederations and/or Member Associations in accordance with the Laws of the Game".

5. "CAS" or "CAS (TAS)" means the "Court of Arbitration for Sport (Tribunal Arbitral du Sport) in Lausanne (Switzerland)".

6. "Club" means a "professional club or an amateur club which participates in Leagues or competitions under the auspices of a Football Association".

7. "Committee" means "any Committee of the X as constituted in accordance with the Statutes".

8. "Confederation" means "a group of Member Associations recognised by FIFA that belong to the same continent (or assimilable geographic region)".

9. "Congress" means "the supreme and legislative body of the X".[2]

10. "Delegate" means "a natural person appointed and registered to represent a Member Association at the Congress.

11. "Domestic Association" means "an organisation subordinate to a Football Association".

12. "Executive Committee" means "the executive body of the X".[3]

13. "FIFA" means "Fédération Internationale de Football Association".

14. "Football" means, as the context requires, "any or all types of football, including, without limitation, futsal and beach soccer".

15. "Football Agent" has the meaning given to it in the FIFA Football Agent Regulations.

16. "Football Association" means "the controlling body for Football within a country or territory recognised by the X".

[1] A definitions section serves as a legend or key to define abbreviations used in the text and makes it more readable. Abbreviations explained in the definitions section should be used consistently throughout the text and should only be inserted if they are indeed used below.
[2] "Congress" means "congress", "general assembly", "general meeting", "delegates meeting" or any other designation to be selected by the regional association.
[3] "Executive Committee" means "council", "board", "board of directors" or any other designation to be selected by the regional association.

17. "IFAB" means "The International Football Association Board".

18. "Laws of the Game" means "the laws of association football issued by The IFAB".

19. "League" means "a professional league and/or amateur league which consists of a combination of clubs within the territory of a Football Association and which is subordinate to and under the authority of that Football Association".

20. "Member Association" means "a Football Association which is a member of the X and the AFC".

21. "Normalisation Committee" means "a committee comprising of individuals appointed by FIFA in consultation with the AFC to replace the executive bodies of an Association for a specific period of time".

22. "Officials" means "all office bearers and members of various Committees, managers, coaches, trainers, match officials, medical officials, staff and any other person responsible for technical, medical and administrative matters in the X, Regional Associations, Football Associations, Leagues or Clubs as well as other persons obliged to comply with the X Statutes (except Players and Football Agents)".

23. "Player" means a "professional or amateur football player licensed with a Football Association".

24. "Regional Association" means "a group of Member Associations recognised by the AFC that belong to the same geographic zone".

25. "Regulations" means "without limitation, the rules, regulations, codes, instructions and directives as promulgated by the Executive Committee".

26. "Stakeholder" means "a person, entity or organisation which has an interest or concern in the X's activities and/or which may affect or be affected by the X's actions, objectives and policies, including, without limitation: (a) FIFA, Confederations, Regional Associations and Member Associations; (b) Clubs, Players, supporters, referees, coaches, Leagues and associations of any of the foregoing; and (c) public authorities, non-governmental organisations, commercial partners, sponsors, media and broadcasters".

27. possible additional definition(s) to be specified by the Regional Association.[4]

*NB: Unless the context otherwise requires, references to natural persons include both genders and the singular case applies to the plural and vice versa.*

[The footnotes contained in these model statutes only serve to clarify certain provisions or issues and to provide alternatives to be considered by the Regional Association. Footnotes should be deleted once the Regional Association has finalised its Statutes.]

[4]The Regional Association may add additional definition(s), for example: "Simple majority" means "more than fifty percent (50%)" and "Statutes, Regulation Governing the Application of the Statutes and Standing Orders of the Congress" means "rules and regulations promulgated by the Congress".

# CHAPTER 1: THE X

## ARTICLE 1: TITLE, LEGAL FORM, HEADQUARTERS AND LANGUAGE

1. The organisation shall be called the "X" or "[abbreviation or acronym]".[5]

2. X is an association registered pursuant to [precise legal form to be specified by the regional association, as required by the law in force in the country, established in compliance with the legislation of the country].

3. X is a Regional Association recognised by the AFC comprising Member Associations as per [cite relevant article(s) of the statutes].

4. The headquarters of the X shall be in [insert name of the city and full address].[6]

5. The official languages of the X shall be [insert official language(s)].

6. The official languages of Congress shall be [insert official language(s)].

7. The emblem/logo of X is [to be completed by the regional association].[7]

8. The flag of X is [to be completed by the regional association].[8]

9. The flag, emblem/logo are legally registered with the [cite relevant national and international intellectual property protection bodies].[9]

10. These Statutes, the Regulations Governing the Application of the Statutes and the Standing Orders of the Congress shall be issued in the [insert the number of official languages of the regional association]. In the case of any discrepancy, the [state the applicable prevailing version] shall be authoritative.

## ARTICLE 2: OBJECTIVES AND OBLIGATIONS

1. The objectives of the X are:

   a) to improve, develop and promote Football in the Member's Region in the light of fair play and its unifying, educational, cultural and humanitarian values, particularly through youth and development programmes;

   b) to protect the interest of its Member Associations and to foster friendly relationships between and amongst its Member Associations, Football Associations, FIFA, and the AFC, other Regional Associations across Asia and recognised by the AFC in order to stage inter-regional tournaments and competitions and any other organisations;

[5]Full name of regional association and/or abbreviation or acronym of the regional association.
[6]In addition, the following may be included: "and may only be transferred by a resolution of the Congress or by a decision of the Executive Committee".
[7]If applicable.
[8]If applicable.
[9]Regional associations are encouraged to register their trademarks with the relevant national and international intellectual property protection bodies in order to ensure they remain the beneficiaries of the rights deriving from such trademarks.

c) to organise and manage Football competitions, training and conferences of all types and categories in the region as well as development projects and workshops;

d) to use its efforts to ensure that the game of Football is available to and resourced for all who wish to participate in the region regardless of gender or age;

e) to draw up regulations and provisions governing the game of Football and all related matters and ensure their enforcement, at all times in accordance with the statutes, regulations, directives and decisions of FIFA and the AFC;

f) to promote women's Football, including its development, and to advance full inclusion of women throughout all types of Football and at all levels, including in governance and technical roles;

g) to promote integrity, ethics and fair play with a view to preventing all methods or practices, such as corruption, doping or match manipulation, which might jeopardise the integrity of matches, competitions, players, officials and Member Associations or give rise to the abuse of Football;

h) to institute strong measures and campaigns against bribery, corruption, drugs and racism in Football in the region; and

i) [possible additional objective(s) to be specified by the Regional Association];[10]

2. The obligations of the X are:

a. to comply fully with the statutes, regulations, directives and decisions of FIFA and the AFC, and relevant decisions of the CAS, at all times and to use its best endeavour to ensure that these are also respected by its Member Associations.

b. to ensure the election of its decision-making bodies;[11]

c. to convene its supreme and legislative body at regular intervals, at least once a year;

d. to submit its Statutes, rules, and regulations (as revised from time to time) to the AFC for approval prior to ratification, and to ensure that its Statutes, rules, and regulations comply with the principles of good governance and all AFC recommendations;

e. to cooperate and work in close collaboration with the AFC and FIFA in all spheres in order to attain the objectives of the X, and to take part in activities or programmes organised by the AFC if requested;

[10] Any additional objective(s) to be defined by the regional association shall be in line with its Statutes as well as the Statutes and Regulations of FIFA and the AFC.
[11] AFC considers that a four-year cycle is the appropriate length of time and is also in line with good governance principles accepted by other international sports organisations.

f. to respect the Laws of the Game as laid down by The IFAB, as well as the Futsal Laws of the Game and the Beach Soccer Laws of the Game issued by FIFA, and to ensure that these are also respected by its Member Associations;

g. not to maintain any relations of a sporting nature with entities that are not recognised by FIFA and/or the AFC or with Football Associations that have been suspended or expelled from FIFA and/or the AFC;

h. to observe the principles of loyalty, integrity, and good sporting behaviour as an expression of fair play;

i. to comply with these Statutes, as well as all other rules and regulations of X, at all times;

j. to notify FIFA and the AFC promptly of any change in its address and in the name of its principal office bearers;

k. to manage its affairs independently and with no influence from any third parties;

l. to invite the AFC to attend the Congress;

m. to use its best endeavours to organise all X competitions in compliance with the AFC and FIFA international calendar; and

n. [possible additional obligation(s) to be specified by the Regional Association];[12]

## ARTICLE 3: HUMAN RIGHTS, NEUTRALITY AND NON-DISCRIMINATION

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

2. X is neutral in matters of politics and religion.

3. Discrimination of any kind against a country, private person or group of people on account of race, skin colour, ethnic, national or social origin, gender, disability, language, age, physical appearance, 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.

4. Harassment of any nature (including sexual harassment) is forbidden.

5. X shall attribute particular attention to protecting the welfare and interests of children and young adults throughout all types of Football and all related activities.

6. X shall manage its affairs independently and with no influence from third parties.

[12]Any additional obligation(s) to be defined by the Regional Association shall be in line with its Statutes as well as the Statutes and Regulations of FIFA and the AFC.

## ARTICLE 4: PROMOTING FRIENDLY RELATIONS

1. X shall promote friendly relations between its Member Associations, Regional Associations, Clubs, Officials and Players and in society for humanitarian objectives.

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

3. X shall, in accordance with these Statutes, provide the necessary institutional means to resolve any dispute that may arise between Member Associations, Clubs, Officials and Players on the territory of the X.

## ARTICLE 5: LAWS OF THE GAME

1. X and the Member Associations shall organise and/or play:

   a) Association Football in compliance with the Laws of the Game issued by The IFAB. Only The IFAB may lay down and alter the Laws of the Game;

   b) Futsal in accordance with the Futsal Laws of the Game as issued by FIFA; and[13]

   c) Beach Soccer in accordance with the Beach Soccer Laws of the Game as issued by FIFA.[14]

## ARTICLE 6: CONDUCT OF PERSONS AND ORGANISATIONS

1. Every person and organisation directly or indirectly bound by these Statutes must observe these Statutes and any Regulations, Directives, and Decisions of the X, as well as the statutes, regulations, directives and decisions of FIFA and the AFC, as well as the principle of fair play.

## ARTICLE 7: MEMBERSHIP

1. The Congress, only upon the recommendation of the AFC, shall decide whether to admit a Member Association.

2. Membership is only permitted if an association is currently a member of the AFC.

3. Any Football Association which is responsible for governing and supervising football in all of its forms in its country may become a Member Association. In this context, the term “country” shall refer to an independent state recognised by the international community.

4. The Member Associations shall be geographically located in the [insert the geographical zone] region as per the AFC Statutes.[15]

[13]Only FIFA may lay down and alter the Futsal Laws of the Game.
[14]Only FIFA may lay down and alter the Beach Soccer Laws of the Game.
[15]Apart from the AFF having Australia.

5. Only one (1) Football Association shall be officially recognised by the X in each country or territory.

6. Membership is terminated by resignation or expulsion. Loss of membership does not relieve the Member Association from its due financial obligations towards the X or other Member Associations but leads to cancellation of all rights in relation to the X.

## ARTICLE 8: APPLICATION FOR MEMBERSHIP

1. The membership admission application shall be examined by the AFC.

2. The AFC may request the X Congress to approve or reject the application.

3. An Association applying for membership shall submit a written application together with its statutes and regulations to the X.

4. Notwithstanding any other provision of these Statutes, any new Member Associations admitted by the AFC which belong to the Region and any existing Member Associations of the AFC which are reclassified as belonging to the region shall automatically be admitted as Member Associations of the X.

## ARTICLE 9: RIGHTS OF MEMBER ASSOCIATIONS

1. The Member Associations of the X have the following rights:

   a) to take part in the Congress, to know its agenda in advance, to be called to the Congress within the prescribed time and to exercise their voting rights;

   b) to draw up proposals for inclusion in the agenda of the Congress;

   c) to nominate candidates for all bodies of the X that are subject to election;

   d) to propose individuals to be appointed to the Standing Committees and to be elected to the judicial bodies;[16]

   e) to be informed of the affairs of the X through the official bodies of the X;

   f) to take part in the X competitions, through their representative teams and clubs and/or other activities or programmes organised by the X; and

   g) to benefit from the rights and privileges granted to them by these Statutes and applicable Regulations.

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

[16] The right to nominate candidates to the judicial bodies might be subject to the Regional Association deciding that the Members might not propose candidates for such positions and might in such cases rather confirm/appoint the relevant members of the judicial bodies (e.g. members are usually nominated by the Executive Committee and then confirmed by Congress).

## ARTICLE 10: OBLIGATIONS OF MEMBER ASSOCIATIONS

1. Member Associations have the following obligations:

a) to comply fully with the Regulations, Statutes, circulars and decisions of FIFA, the AFC and the X and decisions of the Court of Arbitration for Sport (CAS) passed in accordance with Article [insert the relevant article(s)][17] of the X Statutes at all times and to ensure that these are also respected by its members;

b) to ensure the election of its decision-making bodies;[18]

c) to take part in competitions and other activities or programmes organised by X in particular key competitions, activities or programmes;

d) to pay their membership subscriptions;

e) to respect the Laws of the Game as laid down by The IFAB as well as the Futsal Laws of the Game and the Beach Soccer Laws of the Game as issued by FIFA and to ensure that these are also respected by its members through a statutory provision;

f) to adopt a statutory clause specifying that any dispute requiring arbitration involving itself or one of its members and relating to the Statutes, Regulations, Directives and Decisions of FIFA, the AFC and X shall come solely under the jurisdiction of the appropriate arbitration tribunal recognised by X, the AFC and FIFA and that any recourse to ordinary courts is prohibited;

g) not to maintain any relations of a sporting nature with entities that are not recognised by FIFA and the AFC or with Member Associations that have been suspended or expelled;

h) to observe the principles of loyalty, integrity and good sporting behaviour as an expression of fair play through a statutory provision;

i) to observe the mandatory items specified within the relevant Regulations for the duration of their membership;

j) to administer a register of members which shall regularly be updated;

k) to recognise each of the other Member Associations as the sole controlling body of Football in their respective countries and territories;

l) to be held responsible for the good conduct and all financial commitments of their Clubs towards FIFA, the AFC and the X;

m) to notify X promptly of any change in its address and in the name of principal office bearers;

[17] Insert the articles in reference to the jurisdiction of CAS as an ordinary court of arbitration and as an appeals arbitration body.
[18] AFC considers that a four-year cycle is the appropriate length of time and is also in line with good principles accepted by other international sports organisations.

n) to manage its affairs independently and with no influence from any third parties, even if such third party influence was not the fault of the Member Association concerned. In particular, without limitation, a Member Association may be considered to have failed to comply with the foregoing obligation if any third party influences its affairs to such an extent that it may no longer be considered to be the controlling body for Football in its country or territory, it is no longer in a position to operate in accordance with its statutes, the smooth running of its matches and/or competitions is no longer guaranteed, and/ or there is reason to question the independence of its electoral processes; and

o) to protect the welfare and interests of children and young adults throughout all types of Football and all related activities through the implementation of appropriate best practices.

2. Violation of the above-mentioned obligations by any Member Association may lead to sanctions provided for in these Statutes. Each Member Association is responsible towards X, FIFA and the AFC for any and all acts of the members of their bodies caused by the gross negligence or wilful misconduct of such members.

## ARTICLE 11: SUSPENSION

1. The Congress may suspend a Member Association with the prior approval of the AFC. The Member Association shall be granted an opportunity to be heard before any decision is taken by the Congress.

2. The Executive Committee may, with the prior approval of the AFC and without a vote of the Congress, temporarily suspend with immediate effect a Member Association that seriously violates its obligations under these Statutes. A suspension approved by the Executive Committee shall last until the next Congress, unless the Executive Committee has revoked such suspension prior to the Congress with the prior approval of the AFC.

3. In the event a Member Association is suspended by FIFA and/or the AFC, such suspension will be automatically applied and enforced by X. For the avoidance of doubt, in such a situation, Articles 11.4, 11.5 and 11.6 of these Statutes shall not be applicable.[19]

4. A suspension of a Member Association by the Congress requires a three-quarters (3/4) majority of the Member Associations present and eligible to vote.

5. A suspension of a Member Association by the Executive Committee pursuant to Article 11.2 of these Statutes [20] shall be confirmed at the next Congress by a three-quarters (3/4) majority of the Member Associations present and eligible to vote. The Member Association shall be granted an opportunity to be heard before any such decision is taken by the Congress. If it is not confirmed, such suspension shall be lifted.

6. The Congress may lift the suspension of a Member Association with the prior approval of the AFC. The lifting of the suspension of a Member Association by the Congress requires a three-quarters (3/4) majority of the Member Associations present and eligible to vote.

[19] The relevant articles cited are subject to change if there is a renumbering of the provisions under article 11.
[20] The relevant articles cited are subject to change if there is a renumbering of the provisions under article 11.

7. A suspended Member Association shall lose its membership rights. Other Member Associations shall not entertain sporting contact with a suspended Member Association.

8. Any member of a Standing Committee, Ad Hoc Committee and/or task force who is affiliated to a suspended Member Association shall automatically be removed from their position on the relevant Standing Committee, Ad Hoc Committee and/or task force.

9. Member Associations which do not participate in at least two (2) of X's competitions (as determined by the Executive Committee) over a period of two (2) consecutive years immediately prior to a Congress shall be suspended from voting at the Congress until they have fulfilled their obligations in this respect.

## ARTICLE 12: EXPULSION

1. The Congress may expel a Member Association with the prior approval of the AFC. The Member Association shall be granted an opportunity to be heard before any such decision is taken by the Congress.

2. The presence at the Congress of a simple majority (more than 50%) of the Member Associations eligible to vote at the Congress is necessary for a vote to expel a Member Association to be valid.

3. The motion for expulsion must be adopted by a three-quarters (3/4) majority of the Member Associations present and eligible to vote.[21]

## ARTICLE 13: RESIGNATIONS

1. Subject to Article 13.2, a Member Association may resign from X with effect from the end of a calendar year. Notice of resignation must reach the General Secretariat no later than [to be completed by the Regional Association][22] before the end of the calendar year and be sent by registered letter.

2. Resignation shall not affect any existing financial obligations towards X or its Member Associations.

3. A resigning Member Association shall be required to provide the following with the notice of resignation:

   a) the minutes from its congress at which the resignation was approved; and

   b) proof that all of its liabilities towards the X and the Member Associations have been discharged.

[21] The AFC deems that the motion for expulsion should be adopted by a high majority of the Member Associations present and eligible to vote as the expulsion of a Member means that said Member has to reapply to the relevant Regional Association if it wants to become a Member of the Regional Association again.
[22] The AFC deems that a six (6) months' notice is reasonable and consistent with the AFC Statutes.

## ARTICLE 14: STATUS AND RECOGNITION OF MEMBER ASSOCIATIONS

1. The executive body of a Member Association shall be elected by the congress, even on an interim basis, within the Member Association. The statutes of a Member Association shall provide for a democratic election procedure that guarantees the complete independence of the election.

2. X shall not recognise the executive body of a Member Association, even on an interim basis, if it has not been elected in accordance with Article 14.1, except if the executive body is established as a Normalisation Committee.

3. Only decisions passed by bodies that have been constituted in accordance with Articles 14.1 and 14.2 may be recognised by X.

4. Member Associations shall manage their affairs independently and without undue influence from third parties.

## ARTICLE 15: STATUS OF CLUBS, LEAGUES, DOMESTIC ASSOCIATIONS AND OTHER AFFILIATES OF A MEMBER ASSOCIATION

1. Clubs, Leagues, Domestic Associations or any other affiliates of a Member Association shall be subordinate to and recognised by that Member Association. The Member Association statutes shall define the scope of authority and the rights and duties of these Clubs and groups. Their statutes and regulations must be approved by the Member Association.

2. Every Member Association shall ensure that its affiliates take all decisions on any matters regarding their membership independently of any external body. This obligation applies regardless of their corporate structure.

3. In any case, the Member Association shall ensure that no natural or legal person (including holding companies and subsidiaries) exercise third-party control in any manner whatsoever (in particular through a majority shareholding, a majority of voting rights, a majority of seats on the board of directors or any other form of economic dependence or control etc.) over more than one (1) Club or group whenever the integrity of any match or competition could be jeopardised.

## ARTICLE 16: HONORARY APPOINTMENTS AND AWARDS

1. Congress may confer the following Honorary appointment(s) on individuals for meritorious services rendered to the X upon the recommendation of the Executive Committee:

   a) Honorary President;

   b) [Regional Association may add additional titles]

2. Such honorary officials may take part in the Congress. They may join in the debates, but are not entitled to vote.

## ARTICLE 17: X ORGANISATION REGULATIONS

The Executive Committee shall establish X Organisation Regulations to support and supplement these Statutes as required.[23]

## ARTICLE 18: BODIES

1. The Congress is the supreme and legislative body of X.

2. The Executive Committee is the executive body of X.

3. The General Secretariat is the administrative body of X.

4. The Standing and Ad Hoc Committees shall assist the Executive Committee in the performance of its duties in accordance with the X Organisation Regulations and these Statutes.

5. The Independent Committees of X are the Disciplinary and Ethics Committee, the Appeal Committee and the Electoral Committee. They shall fulfil their responsibilities and functions in accordance with these Statutes and the applicable X regulations.

6. The independent external auditors shall perform all audits of X's accounts and financial statements as required by law.

7. X may from time to time establish other bodies which it deems necessary for the development of football in the region.

8. The members of the bodies of X shall be either elected or appointed by X itself (as appropriate) without any external influence and in accordance with the procedures described in these Statutes.

[23] The objective of the Organisation Regulations is to complement the Regional Association Statutes with regard to the organisation of the Regional Association.

# CHAPTER 2: THE CONGRESS

## ARTICLE 19: DEFINITION AND COMPOSITION OF THE CONGRESS

1. The Congress is the meeting at which all Member Associations of X convene. It represents the supreme and legislative authority of X. Only a Congress that is duly convened has the authority to make decisions.

2. A Congress may be an Ordinary or Extraordinary Congress. As a general rule, a Congress will be conducted in person. However, if the circumstances so require, a Congress may be held by teleconference, by videoconference or by another means of communication.[24] In such a case, the Congress may deliberate and make any decisions, and it shall be as valid and effectual as if it had been passed at a Congress duly convened and held in person.[25]

3. The President shall conduct the Congress business in compliance with the Standing Orders of the Congress.

4. Representatives of the AFC shall take part in the Congress without voting rights.

## ARTICLE 20: DELEGATES AND VOTING

1. Each Member Association shall have one (1) vote and is entitled to be represented by a maximum of [the number of delegates is to be defined] Delegates to participate in the Congress. One (1) of [the number of delegates as defined] Delegates shall exercise the right to vote on behalf of the Member Association.[26]

2. The names of the Delegates must reach the General Secretariat at least fourteen (14) days before the date of the Congress, indicating the Delegate authorised to vote.[27]

3. No Delegate shall be allowed to represent more than one (1) Member Association. Only the authorised Delegates who are present are entitled to vote. Attendance by teleconference, by videoconference or by any other means of communication shall constitute presence.[28] Voting by proxy or by letter is not permitted. When a Congress is held by teleconference, by videoconference or by another means of communication, voting online is permitted.[29]

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

5. During their term of office, members of the Executive Committee shall not be appointed as Delegates for their Member Association.

[24] The Regional Association may prescribe for its Congress to be conducted in a hybrid format in anticipation of future events that could pose various restrictions in conducting an in-person Congress.
[25] It is emphasised that any Congress held in any other format (other than in person) shall not be able to decide on any matter involving the election of office-bearers as that may only be done in person by secret ballot.
[26] It is recommended that at least one (1) of the delegates be a woman.
[27] The Regional Association may further prescribe the mode of communication of delegates (for e.g. the names of delegates must reach the General Secretariat by registered post or electronic mail within the stipulated deadline.
[28] Including in a hybrid mode.
[29] Including in a hybrid mode.

6. The Executive Committee may at its discretion invite any person or persons to the Congress who may attend and participate in the Congress without voting rights.

7. The Executive Committee and the General Secretary shall take part in the Congress without voting rights.

## ARTICLE 21: AREA OF AUTHORITY

The Congress has the following authority:

a) adopting or amending the Statutes, Regulations Governing the Application of the Statutes and the Standing Orders of the Congress;

b) appointing [number to be completed by the Regional Association] Delegates to check the minutes;

c) approving the minutes of the preceding Congress;

d) electing the Executive Committee [insert relevant article (cf. Article x)];

e) electing the independent committees [e.g., judicial bodies, electoral committees and audit and compliance committee] upon the proposal of the Executive Committee;

f) appointing the scrutineers [insert relevant article (cf. Article x)];

g) approving the financial statements;

h) approving the budget;

i) approving the General Secretary's activity report; [containing the activities of X since the last congress]

j) appointing the independent external auditors upon the proposal of the Executive Committee;

k) deciding, upon the nomination of the Executive Committee, whether to confer honorary titles;

l) admitting, suspending or expelling a Member Association upon the recommendation of the AFC;

m) dismissing a person or body [insert relevant article (cf. Article x)];

n) dissolving X;

o) consider and act upon proposals submitted by a Member Association or the Executive Committee in accordance with these Statutes; and

p) [Regional Association may add additional items].

## ARTICLE 22: QUORUM OF THE CONGRESS

1. The quorum for the Congress shall be the simple majority (more than 50%) of the Member Associations present and eligible to vote.

2. If a quorum is not achieved, a second Congress shall take place twenty-four (24) hours [or another period defined by the Regional Association] after the first, with the same agenda.[30]

## ARTICLE 23: DECISIONS OF THE CONGRESS

1. Unless otherwise stipulated in the Statutes, a proposal or motion shall be passed if supported by a simple majority (more than 50%) of the valid votes cast by the Member Associations present and eligible to vote.

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

3. A decision that requires a vote shall be reached by a show of hands or by means of an electronic count except in cases of elections which shall be carried out in accordance with the X Electoral Code. If a show of hands does not result in a clear majority in favour of a proposal or motion, the vote shall be taken by calling the roll in alphabetical order.

## ARTICLE 24: ELECTIONS

1. The X Electoral Code and any relevant AFC and FIFA regulations shall govern any elective Congress.[31]

2. The election of office-bearers at the Congress shall be by secret ballot.[32] Where a candidate has no opponent for the seat, they may be elected by acclamation.[33] 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 by the Member Associations 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 Member Associations who are present and eligible to vote are necessary. Should no candidate receive two-thirds (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 by the Member Associations who are present and eligible to vote is necessary. If no candidate is elected, the candidate obtaining the lowest

[30] A period of 24 hours is most of the time appropriate as the delegates do not usually need to travel back to their respective countries/regions and this allows, at the same time, sufficient time for the delegates that were absent during the first Congress to travel to the Congress venue in case it is deemed that an important decision is being taken.
[31] According to the AFC's requirements, the Regional Association shall ensure that it has in place a mechanism (and the relevant set of regulations (Electoral Code)) that guarantees the complete independence of the election or appointment of the members of its bodies.
[32] As a basic principle of good governance, any election to be conducted within the Regional Association shall be conducted by secret ballot, this in order to ensure the anonymity of the voters and that delegates are not unduly put under pressure to vote for or show allegiance towards a particular candidate.
[33] Alternative procedures might also include a show of hands or cards.

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 (more than 50%) of the valid votes cast by the Member Associations who are present and eligible to vote is achieved.

4. All other positions listed in these Statutes 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 by the Member Associations 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. All subsequent ballots shall require a simple majority (more than 50%) of the valid votes cast by the Member Associations who are present and eligible to vote to be achieved. This process shall continue until two (2) candidates remain and a simple majority (more than 50%) of the valid votes cast by the Member Associations who are present and eligible to vote 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 Member Associations 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 a simple majority (more than 50%) of the valid votes cast by the Member Associations who are present and eligible to vote to be achieved. This process shall continue until two (2) candidates remain and a simple majority (more than 50%) of the valid votes cast by the Member Associations who are present and eligible to vote is achieved;

5. The Chairperson, Deputy Chairperson, and members of the Independent Committees shall be elected by the Congress by a simple majority (more than 50%) of the valid votes cast by the Member Associations who are present and eligible to vote.[34]

## ARTICLE 25: ORDINARY CONGRESS

1. The Ordinary Congress shall be held annually.[35]

2. The Executive Committee shall fix the place and date. Notice of the Ordinary Congress shall be given by registered post or electronic mail to all Member Associations not later than [to be completed by the Regional Association, e.g., four (4) months][36] before the scheduled date of the Congress unless decided otherwise by the Executive Committee.

[34] Regional Association may consider these elections to be conducted "en bloc". En bloc means in this context that all candidates are submitted to a vote at the same time. For practical reasons, such elections are usually conducted en bloc. However, in case it is deemed by the Members, for whatever reason, that one or more of the members proposed for these positions should be voted separately, the possibility to confirm (or not) such members should be given.
[35] The AFC strongly advises Regional Associations to convene its Ordinary Congress once a year.
[36] An Ordinary Congress should be convened sufficiently in advance to allow the Members to submit proposals (e.g. items to be included in the agenda and discussed in the Congress, the name of candidates for the Executive Committee, etc). AFC recommends a period of between 4 and 6 months to convene the relevant Congress.

3. The General Secretary shall, not later than [to be completed by the Regional Association, e.g., twenty-one (21) days][37] before the date of the Congress, provide to the Member Associations by registered post or electronic mail the following:

   a) the agenda of the Congress;

   b) the report of the General Secretary;

   c) the Financial Statements and the independent external auditors' report;

   d) the names of the candidates for election (if applicable);

   e) proposals for amendments and/or alterations to the Statutes, Regulations Governing the Application of the X Statutes and Standing Orders of the Congress of the X, if any; and

   f) any other proposal submitted by Member Associations or the Executive Committee for which due notice has been given.

## ARTICLE 26: ORDINARY CONGRESS AGENDA

1. The agenda of the Congress shall comprise the following:[38]

   a) a declaration that the Congress has been convened and composed in compliance with the Statutes;[39]

   b) the approval of the Congress agenda;

   c) an address by the President;

   d) the appointment of [number to be completed by the Regional Association] scrutineers to check the voting;

   e) the appointment of [number to be completed by the Regional Association] members to check the official minutes;

   f) suspension or expulsion of a Member Association with the approval of the AFC (if applicable);

   g) dismissal of a person or body (if applicable);

   h) the approval of the minutes of the preceding Congress;

   i) the X activity report for the period preceding Congress;

   j) the reports of the Committees and bodies;

[37] The AFC recommends a period of between 21 and 30 days.
[38] The mandatory items are in chronological order.
[39] The Regional Association may also first refer to the "roll call" (or calling the roll) under this item which is usually the standard practice.

k) the approval of the statement of accounts and the independent external auditors' reports;

l) the approval of the budget (if applicable);

m) admission for membership on the recommendation of the AFC (if applicable);

n) the proposals for amendments and alterations to the X Statutes, Regulations Governing the Application of the X Statutes and Standing Orders of the Congress of the X (if applicable);

o) consideration of proposals (if any) submitted by Member Associations or the Executive Committee in accordance with these Statutes;

p) appointment of independent external auditors (if applicable);

q) bestowal of Honorary Titles (if applicable);

r) the election of the Independent Committees upon the proposal of the Executive Committee (as applicable):

s) the election of the (as applicable):

i) President

ii) [the positions and corresponding seats within the Executive Committee are to be completed by the Regional Association (e.g., Four (4) Vice Presidents, One (1) AFC Executive Committee Member (representing X), Five (5) Executive Committee Members, One (1) Female Executive Committee Member)]

2. Any proposal that a Member Association wishes to submit to the Congress shall be sent to the X General Secretariat in writing, with a brief explanation, at least [to be completed by the Regional Association, e.g., six (6) weeks][40] before the date of the Congress.

3. Any motion to amend and/or alter the agenda of an Ordinary Congress must be adopted by a three-quarters (3/4) majority of the Member Associations present and eligible to vote.

## ARTICLE 27: EXTRAORDINARY CONGRESS

1. An Extraordinary Congress may be convened:

a) by the Executive Committee whenever deemed necessary;

b) in the event the office of the President falls vacant for more than one (1) year; or

[40] AFC recommends six (6) weeks.

c) upon a written request by at least one third (1/3) of the Member Associations within sixty (60) days of receipt of the written request.

2. The date and venue shall be determined by the Executive Committee and notified to the Member Associations by registered post or electronic mail at least [period to be completed by the Regional Association, e.g., thirty (30) days][41] before the Extraordinary Congress.

3. 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 Member Associations, the agenda must contain the points raised by those Member Associations.

4. The motion to amend and/or alter the agenda of an Extraordinary Congress must be adopted by a three-quarters (3/4) majority of the Member Associations present and eligible to vote.

5. An Extraordinary Congress shall be conducted in the same manner as the Ordinary Congress.

## ARTICLE 28: AMENDMENT TO THE STATUTES, REGULATIONS GOVERNING THE APPLICATION OF THE STATUTES AND THE STANDING ORDER OF THE CONGRESS

1. Only the Congress may amend or alter the Statutes, the Regulations Governing the Application of the Statutes and the Standing Orders of the Congress.

2. Proposals to amend or alter the Statutes may either be submitted by:

   i. a Member Association and seconded by [number to be completed by the Regional Association, e.g., one (1) other][42] to the General Secretariat; or

   ii. the Executive Committee.

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

3. Proposals to amend the Regulations Governing the Application of the Statutes and the Standing Orders of the Congress may be submitted by:

   (i) a Member Association to the General Secretariat; or

   (ii) the Executive Committee.

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

4. All amendments and alterations to the Statutes shall only be adopted with the approval of three-quarters (3/4) of the valid votes cast by the Member Associations present and eligible to vote.

[41] AFC strongly advises a minimum of at least thirty (30) days.
[42] In order to avoid proposals that have little chance of success being presented to the Congress, the Regional Association may decide that each proposal should be supported by at least a certain number of Members.

5. All amendments to the Regulations Governing the Application of the Statutes and/or the Standing Orders of the Congress shall be adopted only with the approval of a simple majority (more than 50%) of the valid votes cast by the Member Associations present and eligible to vote.

6. The presence of a [quorum to be completed by the Regional Association, e.g. simple majority (more than 50%)] of the Member Associations eligible to vote at the Congress is necessary for a vote to amend or alter the Statutes, Regulations Governing the Application of the Statutes and Standing Orders of the Congress to be valid.

## ARTICLE 29: 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 30: EFFECTIVE DATES OF DECISIONS

Decisions passed by the Congress shall come into effect by [effective date to be completed by the Regional Association, e.g. immediately after or thirty (30) days][43] after the close of the Congress, unless the Congress fixes another date for a decision to take effect.

[43] The time frame for decisions of the Congress to be effective may be amended if national law requires it. Congress may also decide that a particular decision takes effect later if there is a specific reason for it.

# CHAPTER 3: THE EXECUTIVE COMMITTEE, THE EMERGENCY COMMITTEE AND THE PRESIDENT

## ARTICLE 31: THE EXECUTIVE COMMITTEE

1. The Executive Committee shall consist of [number to be completed by the Regional Association], as follows [44]

   a) one (1) President;

   b) [number to be completed by the Regional Association] Vice Presidents; [45]

   c) One (1) AFC Executive Committee member (representing X); [46]

   d) [number to be completed by the Regional Association] members, at least one of whom shall be a Female Executive Committee member.[47]

   The election shall follow the order set out above for the positions listed in Article 31.1 (a) to [to be completed by the Regional Association] from amongst the candidates nominated by the Member Associations.

2. Upon being elected, every member of the Executive Committee undertakes, and accepts responsibility, to faithfully, loyally and independently act in the best interests of X and the promotion and development in the region. Members of the Executive Committee may not enter into any business or employment relationship with the X during their term of office [and the Regional Association may consider extending the duration for a defined period after their term of office].[48]

3. Members of the Executive Committee shall serve the term of four (4) years and are eligible for re-election. They shall serve no more than three (3) full terms of office (whether consecutive or not).[49] A member of the Executive Committee shall not at the same time be a member of any independent committees.

4. No person shall be elected to the office of President for more than three (3) full terms of four (4) years (whether consecutive or not). Previous terms served on the Executive Committee shall not be considered in determining the term limit of a President. Periods served as a replacement for the remainder of a term of another President shall also not be considered in determining the term limit of a President.[50]

[44] The AFC recommends that the Executive Committee of the Regional Association consists of a number of persons corresponding to the number of Members, plus the AFC Executive Committee member representing the Regional Association pursuant to the AFC Statutes. This will ensure that each Member Association is represented by at least one (1) member in the Executive Committee of the Regional Association.
[45] In case the Regional Association has more than one vice president, it may decide to refer to them as "first vice president" and as "second vice president". The Regional Association may also refer to the first vice president as the "senior vice president".
[46] In accordance with the AFC Statutes.
[47] The Regional Association may also clearly define a dedicated number of positions for Female Executive Committee members (for e.g. one (1) Female Executive Committee member). This does not exclude that, in addition to having at least one female as a member, the position of President, Vice President or Executive Committee member may also be occupied by female members.
[48] To avoid such relationship that would reasonably be expected to impair the objectivity and independence of the individual when taking a decision. The Regional Association may also consider extending the duration (for e.g. one (1) year) after their term of office.
[49] Term limits for members of the Executive Committee are recommended as they are part of good governance principles. However, each Regional Association has the authority to decide how and if they will implement them. The Regional Association may also decide to limit this to two terms if deemed preferable. The Regional Association may also consider that periods served as a replacement for the remainder of a term of another member shall not be considered in determining the term limit of a member.
[50] Ibid.

5. Every candidate nominated to the Executive Committee, including the President, shall be under the age of [to be completed by the Regional Association, e.g., seventy (70)][51] as at the date of the election. Every candidate nominated is required to submit the relevant documents to the General Secretariat for verification in accordance with the X Electoral Code.

6. Candidates for the positions of the AFC Executive Committee must pass an eligibility check carried out by the AFC in accordance with the AFC Statutes and applicable AFC regulations.[52]

7. Candidates for all other positions must pass an eligibility check carried out by the X Electoral Committee. The standard of the eligibility check shall be of the same level as that conducted by the AFC prior to the election of the AFC Executive Committee positions [53].

8. Subject to [Regional Association to cite the relevant article relating to candidates for the office of the President in this section] which relates to candidates for the office of the X President, every candidate nominated to the Executive Committee for election must be by name and shall be proposed by their Football Association using the prescribed form(s). Such nomination shall be submitted by [mode of communication to be completed by the Regional Association, e.g. registered post or electronic mail] to reach the General Secretariat not later than [to be completed by the Regional Association, e.g. four (4) months][54] before the date of the Congress. Each nomination must be in accordance with the further provisions contained within the X Electoral Code.

9. A Member Association may propose only one (1) candidate for each position in the Executive Committee. If a Member Association proposes more than one (1) candidate for a position in the Executive Committee, all candidates proposed by that Member Association shall be declared invalid. These restrictions shall not apply to proposals for the position of X President or AFC Executive Committee member representing X.

10. No Member Association shall be eligible to be represented by more than one (1) member in the Executive Committee. This shall not include the AFC Executive Committee member representing X.

11. All candidates must be persons who have served football in various capacities at club, regional, national and/or confederation level and citizens of the country or territory represented by their respective Football Association.[55]

12. The General Secretariat shall notify the Member Associations of the names of proposed candidates by [mode of communication to be completed by the Regional Association, e.g. registered post or electronic mail] at least [to be completed by the Regional Association, e.g. thirty (30) days] before the date of the Congress.

[51] Age limit for members of the Executive Committee is strongly advised as they are part of good governance principles.
[52] The Regional Association must notify the AFC General Secretariat of the names of proposed candidates by registered post or electronic mail at least ninety (90) days before the date of the relevant congress. The election shall be monitored by the AFC. Candidates shall assume their role on the AFC Executive Committee thirty (30) days after their successful election.
[53] Eligibility checks are carried out by the Electoral Committee of a Regional Association and serve to determine if the candidate in question fulfils the formal requirements mentioned in the Statutes and regulations of the Regional Association in order to be authorised to run in the elections in question.
[54] The period in question should be sufficient in order to enable the Electoral Committee to examine the candidatures according to the procedure described in the Electoral Code of the Regional Association.
[55] The requirement should be such that the pool of candidates is not limited to a specific group and should be as inclusive as possible.

13. The Senior Vice President [56] shall be appointed by the Executive Committee upon the proposal of the President from amongst the elected Vice Presidents. In the absence of an appointment, the longest-serving Vice President shall be deemed to be the Senior Vice President.[57]

14. If the President ceases to carry out or is prevented from performing their duties, the Senior Vice President shall deputise and assume the powers and responsibility of the President until the next Congress subject to the provisions of [Regional Association to cite the relevant article relating to vacancy of the office of the President for more than one (1) year].

15. If a position is vacant, the Executive Committee, upon the proposal of the President, shall fill that position until the next Ordinary Congress or Extraordinary Congress (if applicable), when a replacement will be elected for the remaining term of the mandate. For the avoidance of doubt, the individual who fills that vacancy shall not have the right to vote.

16. If any member of the Executive Committee as set out in [Regional Association to cite the relevant article relating to the composition of the Executive Committee] ceases to carry out his duties within his Member Association, the Member Association may propose for his removal from the X Executive Committee, and he may be replaced by the decision of the Congress or Extraordinary Congress. This shall not include the AFC Executive Committee member representing X.

## ARTICLE 32: POWERS AND DUTIES OF THE EXECUTIVE COMMITTEE

1. The Executive Committee shall be empowered to make decisions on all matters which are not exclusive to the Congress or are not reserved for other bodies by law or under these Statutes, including the release of the funds of X towards the fulfilment of its objectives.

2. The duties of the Executive Committee are as follows:

   a) to carry out the objectives of X;

   b) to prepare and convene the Ordinary and Extraordinary Congress of X;

   c) to ensure that the Statutes are applied, and adopt the executive arrangements required for their application;

   d) to approve regulations stipulating how X shall be organised internally;

   e) to formulate the Rules, Regulations, Standing Orders and Instructions of X;

   f) to appoint the Chairpersons, Deputy Chairpersons and members of the Standing Committees;

[56] Designation may vary, e.g. Deputy President.
[57] The Regional Association may consider the following guidelines/criteria: firstly taking account of such person's full duration of service on the Executive Committee as Vice President, secondly (if necessary in the event of a tie) taking account of such person's full duration of service on the Executive Committee in any capacity, and finally (if necessary in the event of a tie) taking account of such person's seniority in age).

g) to propose to the Congress the individuals to be elected or dismissed as Chairpersons, Deputy Chairpersons and members of the judicial bodies;

h) to set up ad-hoc committees if necessary at any time;

i) to approve and submit to the Congress the following:

i) the reports of the General Secretary and the various Committees and bodies;

ii) the Statement of Accounts and the independent external auditor's report;

iii) the budget;

iv) all proposals for amendments and alterations to the X Statutes, X Regulations Governing the Application of the X Statutes and Standing Orders of the congress of the X;

v) other proposals submitted by the Executive Committee members in accordance with these Statutes;

j) to appoint and dismiss the General Secretary on the proposal of the President;

k) to relieve a person of their duties in accordance with [Regional Association to cite the relevant article relating to a member of the standing committee not attending two (2) consecutive meetings];

l) to provisionally dismiss a person or body or provisionally suspend a Member Association until the next Congress; and

m) to fix the membership subscriptions.

3. The powers and responsibilities of the Executive Committee may be defined in greater detail in the X Organisation Regulations.

4. The Executive Committee may, at its discretion, delegate tasks arising out of its areas of authority to the President, other bodies of X or third parties.

## ARTICLE 33: MEETINGS AND DECISIONS

1. The Executive Committee shall stipulate the terms of reference of the Executive Committee, standing orders for meetings and its ability to make decisions in the X Organisation Regulations.

2. The Executive Committee shall meet at least [to be completed by the Regional Association, e.g., two (2) times a year].

3. The President shall convene the Executive Committee meetings. If [to be completed by the Regional Association, e.g., a majority (fifty percent (50%)) of the Executive Committee members] request a meeting or if the President deems it necessary, the President shall convene it within [to be completed by the Regional Association, e.g., twenty-one (21) days].

## ARTICLE 34: DISMISSAL OF A PERSON OR BODY

1. The Congress may dismiss a person or body. The Executive Committee may place the dismissal of a person or body on the agenda for the Congress. The Executive Committee may also dismiss a person or body provisionally until the following Congress. Any Executive Committee member may submit a proposal to place such a motion for dismissal on the agenda of the Executive Committee.

2. The motion for dismissal must be accompanied by written reasons. It will be sent to the Member Associations of the X along with the agenda.

3. The person or body in question has the right to speak in their own defence.[58]

4. The Congress shall reach a decision by means of secret ballot. For the motion to be passed, a majority of [to be specified by the Regional Association, e.g., two-thirds (2/3)] of the valid votes cast by the Member Associations who are present and eligible to vote is required.

5. The person or body dismissed (provisionally) must be relieved of their functions with immediate effect.

## ARTICLE 35: EMERGENCY COMMITTEE

1. The Executive Committee shall stipulate the terms of reference of the Emergency Committee, standing orders for meetings and its ability to make decisions in the X Organisation Regulations.

2. The Emergency Committee shall deal with all matters requiring immediate settlement between meetings of the Executive Committee. The Emergency Committee shall consist of:

   a) the President; and

   b) the [number to be completed by the Regional Association in accordance with the Statutes] Vice Presidents.

3. The President shall convene the Emergency Committee meetings.

4. Decisions of the Emergency Committee shall have immediate effect. The President shall notify the Executive Committee immediately of the decisions passed by the Emergency Committee.

[58] Right to defend before the Executive Committee and/or Congress.

## ARTICLE 36: THE PRESIDENT

1. The President represents the X generally.

2. The President shall aim to foster a positive image of the X and to ensure that the X's mission, strategic direction, policies and values, as defined by the Executive Committee, are protected and advanced.

3. The President shall seek to maintain and develop good relations between and among X, Regional Associations, the AFC, FIFA, the Confederations, Member Associations, Stakeholder groups, political bodies, and international organisations.

4. The President chairs the Congress and the meetings of the Executive Committee and Emergency Committee. The President shall have one (1) ordinary vote on the Executive Committee and the Emergency Committee and, whenever votes are equal, shall have a casting vote.

5. The President shall be an ex officio member in all Standing Committees without the right to vote.

6. If the President is absent or unavailable, the Senior Vice President shall deputise.[59]

7. The powers and responsibilities of the President may be defined in greater detail in the X Organisation Regulations.

8. The President may delegate tasks arising out of their areas of authority to the Executive Committee and to the General Secretariat.

## ARTICLE 37: CANDIDATES FOR THE OFFICE OF THE PRESIDENT

1. The President shall be elected by the Congress for a period of four (4) years. The mandate shall begin after the end of the Congress which has elected him. A President may be re-elected subject to the provisions of [Regional Association to cite the relevant article on the Executive Committee].

2. Candidates for the position of President shall be valid only if nominated by at least [number of nominations to be completed by the Regional Association, e.g., two (2) Member Associations] Member Associations (including the Member Association that they represent).

3. Candidates for the position of President shall have played an active role in Football (e.g. as a Player or an Official within FIFA, a Confederation or an Association) for two (2) of the last five (5) years before being proposed as a candidate.

4. Any Member Association that wishes to nominate a candidate for the position of President must submit the prescribed form to the General Secretariat not later than

[59] The Regional Association may also decide, where it has a first and a second vice-president, that the first vice-president shall deputise in case the President is absent or unavailable.

[to be completed by the Regional Association, e.g. two (2) months] before the date of the Congress. Each nomination must be in accordance with the further provisions contained within the X Electoral Code.

5. The General Secretariat shall notify the Member Associations of the names of proposed candidates for the office of the President by registered post or electronic mail at least [to be completed by the Regional Association, e.g. thirty (30) days] before the date of the Congress.

# CHAPTER 4: THE GENERAL SECRETARIAT

## ARTICLE 38: GENERAL SECRETARIAT

1. The General Secretariat shall carry out all the administrative work of the X under the direction of the General Secretary.

2. The General Secretariat is supervised by, and is accountable to, the Executive Committee with regard to the discharge of its functions.

3. The powers and responsibilities of the General Secretariat may be defined in greater detail within the X Organisation Regulations.

## ARTICLE 39: THE GENERAL SECRETARY

1. The General Secretary shall be the Chief Executive of the General Secretariat and shall work under the direction of the Executive Committee.

2. The General Secretary shall be appointed and dismissed by the Executive Committee upon the proposal of the President. The General Secretary shall report to the Executive Committee.

3. The General Secretary must pass an eligibility check carried out by the Audit and Compliance Committee.

4. The General Secretary shall:

   a) implement decisions passed by the Congress and the Executive Committee in compliance with the President's directives;

   b) be responsible for the administration of the General Secretariat;

   c) be responsible for the appointment and discipline of all staff of the General Secretariat;

   d) assist and participate in the Congress, Executive Committee and Committee meetings;

   e) be responsible for the minutes of all meetings;

   f) be responsible for all publications of X;

   g) be responsible for all correspondence of X;

   h) liaise with FIFA, the AFC, Confederations, Regional Associations, Member Associations and any other organisation in the promotion of the objectives of X;

   i) manage and keep the accounts of the X properly; and

j) sign decisions on behalf of any X Committee, provided that no other ruling exists in the relevant regulations.

5. Additional powers of the General Secretary, including the authority to represent the X, shall be provided for by the X Organisation Regulations.

6. In the absence of the General Secretary, an Acting General Secretary shall be appointed by the Executive Committee.

7. The General Secretary shall attend all Standing Committee meetings of the X as an ex officio official without the right to vote. In the event the General Secretary is unable to attend the Standing Committee meeting, the General Secretary shall appoint a representative(s) from the General Secretariat to attend on his behalf.

8. The General Secretary shall not be a Delegate or a member of any body of the X.

# CHAPTER 5: THE STANDING COMMITTEES

## ARTICLE 40: STANDING COMMITTEES

1. The Standing Committees of the X are the:[60]

   a) Finance Committee;

   b) Audit and Compliance Committee;

   c) Competitions Committee;

   d) Referees Committee;

   e) Women's Football Committee;

   f) Legal Committee;

   g) Technical and Development Committee;

   h) Development Committee;

   i) Marketing Committee;

   j) Organising Committee; and

   k) Medical Committee.

   l) [possible additional standing committee(s) to be added by the Regional Association][61]

2. The Standing Committees shall report to the Executive Committee. They shall advise and assist the Executive Committee in their respective fields of function.

3. The standing orders for meetings of the Standing Committees, the conditions for making valid decisions, and other organisational and procedural matters relating to the Standing Committees are governed by the X Organisation Regulations.

4. The Chairpersons of the Audit and Compliance Committee and of the Medical Committee shall not belong to the Executive Committee.[62]

   Members of the Executive Committee may be appointed as Chairpersons of the Standing Committee.

[60] The standing committees listed under art. 40 par. 1 of these Statutes are considered non-exhaustive and each Regional Association may decide to add additional/edit Standing Committees in case of specific needs.
[61] The AFC advises Regional Associations to keep the number of standing committees to a strict minimum and ensure that such committees are in fact needed and bring added value.
[62] The Regional Association may decide the appropriate committees.

The members of each Standing Committee shall be appointed by the Executive Committee on the proposal of the Member Associations or the President. The Executive Committee shall ensure appropriate female representation on the Standing Committees. The term of office for the members of each Standing Committee is four (4) years.

5. Members may be reappointed and may also be relieved of their duties at any time in accordance with these Statutes and the X Organisation Regulations. Any individual appointed to fill a vacancy on a Standing Committee shall have the right to vote.

6. Any decisions and/or policies made by a Standing Committee must be either in accordance with a delegation from the Executive Committee or subsequently ratified by the Executive Committee, in order to take effect.

7. Any member of a Standing Committee who is absent for [to be completed by the Regional Association, e.g., two (2) consecutive meetings] meetings or any [to be completed by the Regional Association, e.g., four (4) meetings during their term] during their term without a properly accepted apology is automatically suspended. A decision shall then be made by the Executive Committee whether or not to dismiss the member, which shall be final.

8. Each Standing Committee may propose amendments to its terms of reference within the X Organisation Regulations to the Executive Committee.

## ARTICLE 41: FINANCE COMMITTEE

The Finance Committee shall:

a) determine the X's strategy regarding financial and asset management and advise the Executive Committee accordingly; and

b) analyse the X budget and financial statements prepared by the General Secretary for submission to the Executive Committee.

Details on the Finance Committee's responsibilities are stipulated in the X Organisation Regulations and relevant regulations.

## ARTICLE 42: AUDIT AND COMPLIANCE COMMITTEE

The Audit and Compliance Committee shall:

a) ensure the completeness and reliability of the financial accounting;

b) review the independent external auditors' report at the request of the Executive Committee; and

c) assess and provide recommendations on the X's internal control systems and risk management policies.

Details on the Audit and Compliance Committee's responsibilities are stipulated in the X Organisation Regulations and relevant regulations.

## ARTICLE 43: COMPETITIONS COMMITTEE

The Competitions Committee shall advise the Executive Committee on strategies and policies related to the competitions and matches in accordance with these Statutes and all relevant regulations.

Details on the Competitions Committee's responsibilities are stipulated in the X Organisation Regulations and relevant regulations.

## ARTICLE 44: REFEREES COMMITTEE

The Referees Committee shall ensure the correct application of the Laws of the Game and may propose amendments to the Laws of the Game to the Executive Committee for recommendation to The IFAB. It shall approve the appointment of all match officials and video match officials (where appropriate) for Football, futsal and beach soccer competitions organised by the X.

Details on the Referees Committee's responsibilities are stipulated in the X Organisation Regulations and relevant regulations.

## ARTICLE 45: WOMEN'S FOOTBALL COMMITTEE

The Women's Football Committee shall advise the Executive Committee on strategies and policies related to women's football in accordance with these Statutes and all relevant regulations.

Details on the Women's Football Committee's responsibilities are stipulated in the X Organisation Regulations and relevant regulations.

## ARTICLE 46: LEGAL COMMITTEE

The Legal Committee shall assist and advise the Executive Committee, the Congress, the General Secretary or other X bodies on any legal matter involving X.

Details on the Legal Committee's responsibilities are stipulated in the X Organisation Regulations and relevant regulations.

## ARTICLE 47: TECHNICAL COMMITTEE

The Technical Committee shall be responsible for continuing educational aspects of the game of Football.

Details on the Technical Committee's responsibilities are stipulated in the X Organisation Regulations and relevant regulations.

## ARTICLE 48: DEVELOPMENT COMMITTEE

The Development Committee shall be responsible for and supervise the implementation of X development programmes and propose appropriate strategies.

Details on the Development Committee's responsibilities are stipulated in the X Organisation Regulations and relevant regulations.

## ARTICLE 49: MARKETING COMMITTEE

The Marketing Committee shall advise the Executive Committee on X marketing strategies and policies.

Details on the Marketing Committee's responsibilities are stipulated in the X Organisation Regulations and relevant regulations.

## ARTICLE 50: ORGANISING COMMITTEE

The Organising Committee shall be responsible for the organisation of the X competitions and related matters.

Details on the Organising Committee's responsibilities are stipulated in the X Organisation Regulations and relevant Regulations.

# CHAPTER 6: INDEPENDENT COMMITTEES

## ARTICLE 51: ELECTORAL COMMITTEE

1. The Electoral Committee is the body in charge of organising and supervising the election process in accordance with the X Electoral Code.

2. The responsibilities and functions of the Electoral Committee shall be stipulated in the X Electoral Code. [63]

## ARTICLE 52: JUDICIAL BODIES

1. The judicial bodies of X are:

   a) the Disciplinary and Ethics Committee; and

   b) the Appeal Committee.

2. The responsibilities and functions of the Disciplinary and Ethics Committee and the Appeal Committee shall be stipulated in the X Disciplinary and Ethics Code.

3. The decision-making powers of other committees remain unaffected. The members of the judicial bodies shall not belong to any other body of the X at the same time.[64]

## ARTICLE 53: DISCIPLINARY AND ETHICS COMMITTEE

1. The Disciplinary and Ethics Committee shall consist of a Chairperson, a Deputy Chairperson and the number of members deemed necessary by the Executive Committee for the Disciplinary and Ethics Committee to function properly. The Chairperson and the Deputy Chairperson shall have legal qualifications. The members shall have legal qualifications or related experience.[65]

2. The Disciplinary and Ethics Committee may pronounce the sanctions described in these Statutes and the X Disciplinary and Ethics Code on all parties set out in these Statutes and the X Disciplinary and Ethics Code.

3. The Disciplinary and Ethics Committee may propose amendments to the X Disciplinary and Ethics Code directly to the Executive Committee. The Legal Committee shall be promptly notified of such proposed amendments.

4. These provisions are subject to the disciplinary powers of the Congress and the Executive Committee with regard to the suspension and expulsion of a Member Association.

[63] The members of the Electoral Committee are generally recommended by the Executive Committee of the Regional Association from its Disciplinary and Ethics Committee and/or Appeal Committee.
[64] Ibid, subject to the Electoral Committee.
[65] 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. As such, the Regional Association may decide that some or all of the members of the judicial bodies shall also be qualified to practice law.

## ARTICLE 54: APPEAL COMMITTEE

1. The Appeal Committee shall consist of a Chairperson, a Deputy Chairperson and the number of members deemed necessary by the Executive Committee for the Appeal Committee to function properly. The Chairperson and the Deputy Chairperson shall have legal qualifications. The members shall have legal qualifications or related experience.[66]

2. The Appeal Committee shall have jurisdiction to hear appeals arising from decisions of the Disciplinary and Ethics Committee that are not declared final, pursuant to the X Disciplinary and Ethics Code.[67]

## ARTICLE 55: SANCTIONS

The X may impose the following sanctions for any violation of its Statutes or Regulations:

a) for individuals:

i) warning;

ii) fine;

iii) caution;

iv) expulsion;

v) suspension for a specific number of Matches or for a specific period of time;

vi) ban from the team dressing room and/or the team bench;

vii) ban from entering a stadium;

viii) ban on taking part in any football-related activity;

ix) withdrawal of a title or award;

x) confiscation; and

xi) social work.

[66] Ibid.
[67] Decisions pronounced by the Appeal Committee may only be referred to an independent and duly constituted arbitration tribunal in accordance with the provisions in the Regional Association's Statutes.

b) for Member Associations and Clubs:

i) warning;

ii) fine;

iii) full or partial Stadium closure;

iv) order to play a match on neutral territory;

v) ban on playing in a particular Stadium;

vi) annulment of the result of the match;

vii) disqualification from a competition in progress and/or exclusion from a future competition;

viii) defeat by forfeit;

ix) deduction of points (for a current or future competition);

x) relegation to a lower division;

xi) order that a match be replayed;

xii) withdrawal of a title and award;

xiii) confiscation;

xiv) withholding of revenues from an X competition;

xv) prohibition on registering new players in X competition;

xvi) restriction on the number of players that a Club may register for participation in X competition;

xvii) withdrawal of a licence to participate in X competition; and

xviii) social work.

# CHAPTER 7: DISPUTE RESOLUTION

## ARTICLE 56: COURT OF ARBITRATION FOR SPORT (CAS)

1. X recognises the independent Court of Arbitration for Sport (CAS) with headquarters in Lausanne (Switzerland) to resolve disputes between X and the Confederations, Regional Associations, Member Associations, Leagues, Clubs, Players, Officials, Football Agents and licensed match agents.

2. The provisions of the CAS Code of Sports-related Arbitration shall apply to the proceedings.

3. The CAS shall apply the various regulations of the X.

## ARTICLE 57: DISPUTES

1. The Member Associations shall agree to recognise CAS as an independent judicial authority and to ensure that their members, affiliated Leagues, Clubs, Players and Officials comply with the decisions passed by CAS. The same obligation shall apply to Intermediaries and licensed match agents.

2. Recourse to ordinary courts of law is prohibited unless specifically provided for in any FIFA, AFC or X Regulations. Recourse to ordinary courts of law for all types of provisional measures is also prohibited.

3. Any violation of this Article shall be sanctioned in accordance with these Statutes.

## ARTICLE 58: DISPUTES OF NATIONAL DIMENSION

1. Member Associations shall insert a clause in their statutes or regulations stipulating that it is prohibited to take disputes within the Member Association or disputes affecting Leagues, Clubs, members of Clubs, Players, Officials and other Member Association Officials to ordinary courts of law, unless FIFA regulations, AFC regulations, X regulations or binding legal provisions specifically provide for or stipulate recourse to ordinary courts of law.

2. Such disputes in the last instance shall be referred to an independent and duly constituted arbitration tribunal recognised under the rules of the Member Association or to the CAS.

3. Member Associations shall ensure that the stipulation in Article 56.1 is implemented within the Member Association, if necessary, by imposing a binding obligation on its members. Member Associations shall impose sanctions on any party that fails to respect this obligation and ensure that any appeal against such sanctions shall likewise be strictly submitted to arbitration, and not to ordinary courts of law.

## ARTICLE 59: JURISDICTION OF CAS AS AN ORDINARY COURT OF ARBITRATION

1. CAS shall have jurisdiction, to the exclusion of any ordinary court or any other court of arbitration, to deal with the following disputes in its capacity as an ordinary court of arbitration:

   a) disputes between the X and the Confederations, Regional Associations, Member Associations, Leagues, Clubs, Players and/or Officials; and

   b) disputes of international dimension between Member Associations, Leagues, Clubs, Players and/or Officials.

2. CAS shall only intervene in its capacity as an ordinary court of arbitration if the dispute does not fall within the competence of an X body.

## ARTICLE 60: JURISDICTION OF CAS AS AN APPEALS ARBITRATION BODY

1. Any final decision made by an X body may be disputed exclusively before CAS in its capacity as an appeals arbitration body, to the exclusion of any ordinary court or any other court of arbitration.

2. Recourse may only be made to CAS after all other internal X channels have been exhausted. Appeals shall be lodged with CAS within twenty-one (21) days of receipt of the decision in question. The relevant X regulations may contain further stipulations or amend this time limit.

3. CAS does not deal with appeals arising from:

   a) violations of the Laws of The Game;

   b) suspensions of up to four (4) matches or up to three (3) months (with the exception of doping decisions);

   c) decisions which any Regulations declare as final and binding and not appealable; or

   d) decisions against which an appeal to an independent and duly constituted arbitration tribunal recognised under the rules of a Member Association may be made.

4. The appeal shall not have a suspensive effect. The appropriate X bodies, or alternatively, CAS may order the appeal to have a suspensive effect.

5. Only parties directly affected by a decision may appeal to CAS.[68]

[68] Please be aware that special provisions may apply to anti-doping matters.

# CHAPTER 8: MISCELLANEOUS

## ARTICLE 61: FINANCES

1. The financial period of X shall be [to be completed by the Regional Association, e.g., one (1) year and shall commence on 1 January of each year].

2. The revenue and expenses of X shall be responsibly managed, including, where appropriate, the creation of reserves.

3. The General Secretary is responsible for drawing up the annual consolidated accounts of X with its subsidiaries as of [to be completed by the Regional Association, e.g., 31 December every year].

## ARTICLE 62: REVENUE

The revenue of X arises specifically from: [69]

a) Member Associations' annual membership subscriptions;

b) receipts generated by the marketing of rights to which X is entitled;

c) fines imposed by the authorised bodies;

d) other subscriptions and receipts in keeping with the objectives pursued by the X;

e) funding from FIFA and the AFC; and

f) [possible additional source of revenue to be specified by the Regional Association].[70]

## ARTICLE 63: EXPENSES

The X 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; and

c) all other expenses in keeping with the objectives pursued by X.

[69] Non-exhaustive. Regional Association may add additional forms of revenue.
[70] These may include donations and revenue related to football activities, and any other means deemed proper by its Executive Committee.

## ARTICLE 64: EXTERNAL AUDITORS

1. Independent external auditors shall be appointed by the Congress for a term of [to be completed by the Regional Association, e.g., four (4) years]. The external auditors' mandate(s) may be renewed.

2. The independent external auditors shall examine and certify the accounts before the same is presented to the Executive Committee and the Congress.

3. The independent external auditors' report shall be submitted to the Executive Committee and the Congress.

## ARTICLE 65: ANNUAL MEMBERSHIP SUBSCRIPTION

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

2. The Executive Committee [71] shall fix the amount of the annual subscription every [to be completed by the Regional Association, e.g., two (2) years]. It shall be the same for every Member Association and amount to no more than [to be completed by the Regional Association, e.g., five hundred (500) US Dollars].

## ARTICLE 66: SETTLEMENT

X may debit any Member Association's accounts to settle claims and shall provide notice of such action to the affected Member Association.

## ARTICLE 67: COMPETITIONS

1. X shall organise its official competitions to be held within the region. AFC Competitions shall not be affected by this article.

2. The Executive Committee shall determine the official competitions to be organised and coordinated by X. The Executive Committee shall decide the venue for the final competitions organised by X.

3. The Executive Committee may delegate to Member Associations the authority to organise competitions.

4. The Executive Committee may set up regulations governing the conditions of participation in and the staging of X competitions.

5. By the act of entering its team to a competition organised by X, each Member Association and/or Club affiliated to a Member Association agrees to comply with the Statutes, Rules and Regulations, Directives and Decisions of FIFA, AFC, X and their bodies.

[71] The Regional Association may decide that its Congress fix the amount of the annual subscription.

6. The admission to an X competition of a Member Association or Club directly or indirectly involved in any activity aimed at arranging or influencing the outcome of a match at national or international level can be refused with immediate effect, without prejudice to any possible disciplinary measures.

## ARTICLE 68: CLUB LICENSING

The Executive Committee shall define a club licensing system governing:

a) the minimum criteria to be fulfilled by clubs in order to be admitted to X competitions;

b) the licensing process (including the minimum requirements for the licensing bodies); and

c) the minimum requirements to be observed by the licensors.

## ARTICLE 69: RIGHTS IN COMPETITIONS AND EVENTS

1. X and its Member Associations are respectively 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, 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.

2. The Executive Committee shall decide how and to what extent the X rights are utilised and draw up special regulations pertaining to this. The Executive Committee shall alone decide whether the X rights shall be utilised exclusively, or jointly with a third party or entirely through a third party.

## ARTICLE 70: AUTHORISATION

X and its Member Associations are exclusively responsible for authorising the distribution of image and sound and other data carriers of football matches and events coming under their respective jurisdiction, without any restrictions as to content, time, place and technical and legal aspects.

## ARTICLE 71: PUBLICATION OF CORPORATE DOCUMENTS

X shall make available on its official website the following document and information in [language may be specified and to be completed by the Regional Association].[72]

a) Statutes and Standing Orders of the Congress;

b) Electoral Code;

[72] For the sake of transparency and also to ensure that the stakeholders of a Regional Association have access to and can consult its most central and important regulations, decisions and documents, it is strongly recommended that the relevant documents be published, ideally online. In doing so, the Regional Associations shall take into account any limitation imposed by mandatory national law (e.g. data protection laws).

c) Disciplinary and Ethics Code;

d) Internal Organisation Regulations;

e) [to be completed by the Regional Association].[73]

## ARTICLE 72: MATTERS NOT PROVIDED FOR

The Executive Committee shall have the final decision on any matter not provided for in these Statutes or in cases of force majeure.

## ARTICLE 73: DISSOLUTION

1. X may be dissolved by a resolution to that effect passed by not less than three-quarters (3/4) [or any other majority as stipulated in the applicable national law] of the Member Associations eligible to vote.[74]

2. Upon the dissolution of X, all its funds and assets shall be entrusted to the X Member Associations until such time as X is re-established.[75]

## ARTICLE 74: ADMINISTRATION OF PROPERTY

1. The immovable property of the X shall be registered in the name of the X and shall be executed by a decision passed at the Executive Committee [or as stipulated in the applicable national law].

2. They are not empowered to sell, mortgage or transfer the property of X unless given the authority to do so by the Congress.

## ARTICLE 75: ADOPTION OF STATUTES

These Statutes were adopted by the Congress in [to be completed by the Regional Association] on [to be completed by the Regional Association]. They supersede all previous texts and come into force on [to be completed by the Regional Association].

On behalf of the X Ordinary/Extraordinary Congress [year]

**[name and surname]**
*President*

**[name and surname]**
*General Secretary*

TRANSITORY PROVISIONS

1. [...]

[73] The AFC strongly advises that the Regional Association's important/key decisions, agenda of the Congress meetings and financial documents for its approval, and its strategy (not limited) are also made available on its official website.
[74] Any decision relating to the resolution of the Regional Association must be obtained at a Congress specially convened for this purpose.
[75] The relevant Member Association shall hold these assets as a trustee in accordance with the relevant professional duties until the Regional Association in question is reestablished. The final Congress may, however, choose another recipient for the assets on the basis of a defined majority (at least two-thirds majority) which is to be specified by the Regional Association.

## ANNEXE 2 - MODEL STANDING ORDERS

# Standing Orders of the Congress of X

[Insert month and year] edition

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

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

# STANDING ORDERS OF THE CONGRESS OF THE REGIONAL ASSOCIATION

## ARTICLE 1: CHAIRPERSON

1. The President of the X shall chair the Congress. The Senior Vice President shall deputise in the absence of the President. [1]

2. The President may designate the General Secretary to conduct the Congress on his behalf with his guidance and supervision. All final decisions in accordance with Article 1.3 below shall only be made by the Chairperson.

3. The Chairperson shall:

   a) be responsible for the strict application of the Standing Orders;

   b) open and adjourn the sessions and debates;

   c) permit Delegates to speak;

   d) conduct the proceedings of the Congress;

   e) maintain order at the Congress; and

   f) impose disciplinary measures on the Delegates who interfere with the proceedings or are guilty of any misconduct.

## ARTICLE 2: DISCIPLINARY MEASURES

1. In conducting the business of the Congress, the Chairperson shall have the right to apply the following disciplinary measures:

   a) a call to order;

   b) censure; and/or

   c) exclusion from one or more sessions.

2. In the case of an appeal, the Congress shall decide immediately and without debate.

## ARTICLE 3: APPOINTMENT OF OFFICIALS

1. The General Secretary shall be responsible for the minutes of the Congress. Stenographers may be employed to assist the General Secretary.

[1] Provision to be amended based on the composition of the Executive Committee of the Regional Association.

2. A number of scrutineers in accordance with Article XX [to be completed by the Regional Association] of the X Statutes shall be appointed at the beginning of the Congress to count the votes for and against whenever a vote is taken.

3. A number of members shall be appointed in accordance with Article XX [to be completed by the Regional Association] of the X Statutes to check the official minutes of the Congress.

4. Official interpreters shall be appointed to make the translations into the official languages of the Congress.[2]

## ARTICLE 4: ORDER OF PROCEDURES

1. Each discussion on the items on the agenda shall be preceded with a statement:

   a) by the Chairperson or the member designated by the Executive Committee for this purpose; and/or

   b) by the representative of a Committee specially appointed to make a report; and/or

   c) by the representative of a Member Association responsible for the inclusion of the same in the Agenda.

2. The general discussion shall then be open to the Delegates.

3. The right to address the Congress shall be granted in the order in which it is requested.[3] No speaker shall speak unless permission has been obtained. Speakers shall speak from their designated places and the rest shall remain seated.

4. No permission shall be granted to any member to speak a second time unless all those who have obtained permission to speak have done so.

## ARTICLE 5: PROPOSALS AND MOTIONS

1. All proposals and amendments shall be submitted in writing. Proposals which are not relevant to the subject under discussion shall be withdrawn from the debate.

2. If a motion for adjournment is proposed, all discussions shall be suspended until a vote has been taken on the motion.

3. A proposal to close the discussion shall be put to vote without debate. If the motion is approved, permission to speak shall be granted only to those members who have requested to do so before the vote was taken.

[2] Article 3.4 of these Standing Orders can be deleted, should the Congress have only one official language.
[3] A Regional Association may decide that any request to speak should be made in writing on forms provided by the general secretariat at the beginning of the Congress.

4. The Chairperson shall close the discussion unless the Congress decides otherwise by a simple majority (more than 50%) of the valid votes cast by the Member Associations who are present and eligible to vote.

## ARTICLE 6: VOTING

1. No vote can be taken by secret ballot except as provided for otherwise in the Statutes. Voting by proxy or by letter is not permitted. All proposals may be decided either by a show of hands, the use of electronic equipment, by a roll call, or by acclamation as provided for in these statutes. No one shall be compelled to vote.[4]

2. When a Congress is held by teleconference, by videoconference, or by any other means of communication, each vote shall be taken by calling the roll in English alphabetical order or by means of online voting. The X General Secretariat may issue online voting guidelines.

3. All proposals without objections shall be adopted.

4. All proposals shall be put to a vote in the order in which they are submitted. Every voting Member Association shall have only one proposal.

5. Before each vote, the Chairperson or the person designated by him for the purpose shall read aloud the text of the proposal before voting and explain the voting procedure to the Congress.

6. Voting cards shall be visibly held when voting is by a show of hands.

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

8. The Chairperson shall verify and announce the results of the voting to the Congress.

9. Silence shall be strictly observed during voting and until the result has been announced by the Chairperson. No one may obtain permission to speak during voting until the result has been announced.

## ARTICLE 7: ELECTIONS

1. Elections shall be carried out in accordance with the provisions of the X Electoral Code.

2. The General Secretary shall keep in the General Secretariat all documents required to be archived pursuant to the X Electoral Code for a [period of one hundred (100) days [5]] after the end of the Congress, or such later time as directed by the Executive Committee, at which point they shall be destroyed.

[4] The Congress may for instance decide to have a secret vote on a particular issue.
[5] Regional Association is required to amend the period in accordance with its Statutes and Electoral Code.

## ARTICLE 8: MATTERS NOT PROVIDED FOR

1. All matters not provided for in the Standing Orders not relating to elections shall be resolved by the Executive Committee unless decided otherwise by the Congress.

2. All matters not provided for in the Standing Orders relating to elections shall be resolved in accordance with the X Electoral Code.

## ARTICLE 9: ENFORCEMENT

The Standing Orders of the Congress were approved by the X Congress on [to be completed by the Regional Association]. They supersede all previous Standing Orders and come into force immediately.

On behalf of the X Congress [Year - to be completed by the Regional Association]:

**[name and surname]**
*President*

**[name and surname]**
*General Secretary*

ANNEX 3 – MODEL ELECTORAL CODE

# Electoral Code of X

[Insert month and year] edition

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# DEFINITIONS

In interpreting this X Electoral Code (Code), all terms defined within the Definitions section of the most recently adopted X Statutes and all terms whose meaning can be derived within the context of the X Statutes shall have the same meaning within this Code.

For the purposes of this Code, and provided the context so permits:[1]

(a) the singular shall include the plural and vice-versa;

(b) the masculine gender shall include the feminine and vice-versa;

(c) references to natural persons shall include any legal person or corporation; and

(d) all defined terms unless otherwise stated herein shall bear the same meaning as ascribed in the X Statutes, unless the context indicates otherwise.

*[The footnotes contained in these model Code only serve to clarify certain provisions or issues and to provide alternatives to be considered by the Regional Association. Footnotes may be deleted once the regional association has finalised its Code.]*

[1] Possible additional definition(s) to be specified by the Regional Association.

# PRELIMINARY CHAPTER

## Article 1: Scope of Application

1.1 This Code is applicable to the elections to the X Executive Committee pursuant to the Statutes of X.

1.2 In addition, the AFC Statutes and any other AFC regulations and directives are applicable to the elections to the representative of X for the AFC Executive Committee.

## Article 2: General Principles

2.1 The democratic principles of separation of powers, transparency and publication of X electoral processes must be observed at all times and without exception.[2]

2.2 In accordance with Articles [insert the relevant article(s)] [3]of the X Statutes, the X is neutral in matters of politics and shall manage its affairs independently and with no influence from third parties. Accordingly, interference of any kind by any government of any Member Association in the X electoral process is not permitted. For the avoidance of doubt, local and national government rules in any territory regarding elections shall not apply to the X electoral process.

2.3 The Electoral Committee shall adopt and approve electoral rules for elections to the X Executive Committee in accordance with this Code, X Statutes and pertinent AFC regulations and directives.[4]

2.4 X shall inform the AFC of:

2.4.1 the commencement of the elections to its elected bodies;

2.4.2 the announcement of the elections and its electoral rules;

2.4.3 the duration of the elections and of the mandates;

2.4.4 the names of any proposed candidates for the position of the AFC Executive Committee member representing X in accordance with the AFC Statutes; and

2.4.5 any undue influence from third parties in the electoral process.

2.5 The elected members of the X Executive Committee shall continue to exercise their functions until the completion of the electoral process.[5]

[2] The Regional Associations are reminded to observe the general principles of good governance, such as the separation of powers, independence, transparency, and the obligation to avoid situations of conflicts of interest without exception throughout the entire electoral process.
[3] Cite provisions relating to neutrality in matters of politics and region and independence and no third-party influence from the statutes of the Regional Association.
[4] The electoral rules and guidelines for elections shall be made available by the Regional Association in a clear and unambiguous manner within the relevant time frame provided for in the statutes of the Regional Association and where applicable, AFC regulations and directives.
[5] Unless stated otherwise in the statutes and regulations of the Regional Associations, the members shall continue to exercise their functions until the completion of the electoral process.

# CHAPTER ONE: ELECTORAL COMMITTEE

## Article 3: Composition

3.1 The members of the Electoral Committee shall be the Chairperson of the [insert relevant independent committees of the Regional Association][6] as at the date of the convocation of the election.

3.1.1 In the event that a member is ineligible or unwilling to carry out their duties, they shall be replaced by the Deputy of the Committee which they chair.

3.1.2 In the event that the replacement is ineligible or unwilling to carry out their duties, they shall be replaced by the most senior member (by time served) of the Committee for which they are Deputy.

3.1.3 In the event that the replacement is ineligible or unwilling to carry out their duties, they shall be replaced by the next most senior member (by time served) of the Committee from which they were appointed. This process shall be continued until no eligible members exist on a specific Committee.

3.1.4 If no eligible members exist on a specific Committee, the X Executive Committee shall appoint an eligible member from the other Committees.

3.2 The Electoral Committee shall comprise:

a) a Chairperson;

b) two (2) Deputy Chairpersons.[7]

3.3 The Chairperson shall be selected by the members of the Electoral Committee.[8]

3.4 The General Secretary serves as the Secretary to the Electoral Committee. He takes part in the activities of the Electoral Committee in consultative capacity and is responsible for related logistical and administrative matters. The Electoral Committee may be assisted by the General Secretariat at any time provided that the individuals providing the assistance are not candidates for any election and have no identifiable conflict of interest.

3.5 In the event that any member of the Electoral Committee:

3.5.1 submits a candidature for an X election; or

3.5.2 is a relative, whether by birth or marriage, of one of the candidates; or

[6] For example, the Disciplinary and Ethics Committee, Appeal Committee and/or Audit and Compliance Committee of the Regional Association. In any case, the chairperson of the Electoral Committee shall be qualified to practice law.
[7] ibid
[8] Supra note 6 - the chairperson of the Electoral Committee shall be qualified to practice law.

3.5.3 has an identifiable conflict of interest (e.g. business relationship with a candidate or is of the same nationality as a candidate),

they are ineligible to sit on the Electoral Committee for matters where there are serious grounds for questioning their impartiality and shall be replaced in accordance with [Article 3.1.1 to 3.1.2 of this Code][9].

If there is any doubt as to the eligibility of a member of the Electoral Committee under this provision, the Chairperson (or, in the event that the Chairperson's eligibility is in question, a Deputy Chairperson) shall take a decision on the eligibility of the relevant member. Such decisions shall be final and binding and not appealable.

## Article 4: Duties

4.1 The Electoral Committee organises, supervises, and makes all decisions relating to X elections unless stipulated otherwise in this Code and/or the AFC Statutes and AFC Electoral Code.

In this regard, the Electoral Committee is responsible for all tasks relating to the organisation, running and supervision of an elective Congress, including without limitation:

4.1.1 strictly enforcing the Statutes and regulations of X, and where applicable, the AFC Statutes, regulations and directives;

4.1.2 strictly enforcing this Code;

4.1.3 strictly enforcing the statutory deadlines for elections;

4.1.4 conducting the eligibility check on the candidates and deciding on their eligibility;

4.1.5 distributing information to X Member Associations, the media and the public;

4.1.6 where necessary, managing relations with relevant government bodies;

4.1.7 adopting and strictly enforcing electoral rules for elections to the X Executive Committee;

4.1.8 the candidature procedure;

4.1.9 organising the elective Congress;

4.1.10 drawing up the list of voters in accordance with the statutory provisions of X;[10]

[9] Regional Association may be required to update the relevant Articles.
[10] For clarity, the Regional Association may cite the relevant article of its Statutes relating to the provision on delegates.

4.1.11 the voting procedure;

4.1.12 taking decisions on any complaints received in accordance with [cite relevant article][11] of the Code; and

4.1.13 all other tasks necessary to ensure the smooth running of the electoral process.

## Article 5: Convocation and Quorum

5.1 The Electoral Committee must be convoked validly by the Chairperson to be entitled to deliberate and pass decisions.

5.2 A quorum is constituted by a majority (more than 50%)[12] of the members.

5.3 As a general rule, meetings of the Electoral Committee will be conducted in person. However, with the approval of the Chairperson, meetings may be held by teleconference, by videoconference or by another means of communication.

## Article 6: Decisions

6.1 Decisions must be passed by an absolute majority of the votes cast. In the event of a tied vote, the Chairperson shall have the casting vote.[13]

6.2 Decisions are recorded in the minutes signed by the Chairperson and the Secretary.

[11] Cite relevant article from the Code relating to provision on Complaints.
[12] If the Regional Association decides to adopt the AFC approach on the composition of its Electoral Committee, the quorum shall be an absolute majority of the members.
[13] If the Chairperson is conflicted, then the Deputy Chairperson shall have the casting vote.

# CHAPTER TWO: CANDIDATURES

## Article 7: Eligibility criteria

7.1 The eligibility criteria for candidatures are defined within [cite relevant article(s)][14] of the X Statutes and, where applicable, the AFC Statutes.

## Article 8: Submission

8.1 Candidatures shall be sent by registered post or electronic mail or delivered by hand in exchange for confirmation of receipt to the X General Secretariat in accordance with the X Statutes.[15]

## Article 9: Examination

9.1 Save for the candidates for the position of the AFC Executive Committee member representing X (*c.f.* Article 32.12 of the AFC Statutes), all candidatures shall be examined and an integrity check shall be conducted by the Electoral Committee. The Electoral Committee is entitled to request the support of an external company to conduct the integrity check.

9.2 Save for the candidates for the position of the AFC Executive Committee member representing X (*c.f.* Article 32.12 of the AFC Statutes), the Electoral Committee shall decide on the eligibility and on the integrity of all the candidates and inform them accordingly.

9.3 The official list of candidates shall be provided to the X Member Associations in accordance with [cite relevant article][16] of the X Statutes. It shall also be published on the X website.

[14] Cite relevant article relating to the Executive Committee.
[15] For clarity, the Regional Association may cite the relevant article of its Statutes relating to time limits.
[16] Cite the relevant article of the Regional Association's Statutes relating to notification by the General Secretariat to the Member Associations of the names of the proposed candidates within the stated deadline.

# CHAPTER THREE: X CONGRESS

## Article 10: Deadline for convocation

10.1 An elective Congress shall be convoked in accordance with the X Statutes.

10.2 Notification shall be addressed to X Member Associations in accordance with the X Statutes.

10.3 The elective Congress shall be announced through the X website.

## Article 11: Ballot papers

11.1 The X shall produce the ballot papers under the supervision and charge of the Electoral Committee. The ballot papers shall be printed clearly and legibly. The number of ballot papers shall be checked by the Electoral Committee prior to the start of the voting.

11.2 The ballot papers shall be of a different colour for each round of the election.[17]

## Article 12: Urn

12.1 Before the start of voting, the urn for receiving votes (which shall be transparent where possible) shall be opened and presented to the Congress. It shall then be closed and placed in a visible position near the Electoral Committee.

12.2 During the vote, the urn shall be monitored by a member of the Electoral Committee.

## Article 13: Polling booths

13.1 Transparent polling booths shall be erected near the urn and polling station so that ballot papers may be completed in secret.[18]

## Article 14: Vote

14.1 Before the start of the voting procedure, the Chairperson shall explain the voting procedure in detail and cite any relevant statutory or legislative provisions.

14.2 Each X Member Association with the right to vote shall be called in turn and invited to move to the front of the hall where the election is taking place.

14.3 Once called, the voting delegate of the X Member Association moves to the front of the hall and, after signing, receives his ballot paper.

14.4 The voting delegate of the X Member Association completes the ballot paper in the polling booth.

14.5 The voting delegate of the X Member Association deposits their ballot paper in the urn, signs the electoral register and returns to their seat.

[17] The ballot papers should contain the full names of the candidates running in the relevant elections with a corresponding box for each of the candidates.
[18] No mobile phones, cameras or any other recording devices shall be allowed in the polling booth.

## Article 15: Count

15.1 The counting procedure begins once all ballot papers have been deposited in the urn. The Chairperson opens the urn and tips out the ballot papers in front of all the delegates.

15.2 Only the Electoral Committee, the Secretary and members of the X General Secretariat approved by the Chairperson may take part in the count. All operations [19] shall be carried out in a way that can be followed clearly by the Congress.

15.3 Once the urn has been opened, the Electoral Committee shall count out loud the number of ballot papers and verify their validity. If the number of ballot papers is equal to or less than the number of ballot papers issued, the ballot is valid. If it exceeds the number of ballot papers issued, the ballot shall be declared void, and a re-vote shall occur immediately in accordance with the procedure described above.

15.4 After the number of ballot papers has been verified, the Electoral Committee shall count the number of votes cast for each candidate.

## Article 16: Invalid ballot papers

16.1 The following ballot papers are considered spoiled:

16.1.1 ballot papers that do not bear the official distinctive marks defined by the Electoral Committee;

16.1.2 ballot papers that bear any words other than the names of the candidates;

16.1.3 ballot papers that are illegible or have been defaced; and

16.1.4 ballot papers that bear identifying marks.

16.2 Spelling mistakes shall result in the invalidity of a vote only if it is not possible to identify with certainty any of the official candidates.

16.3 The Chairperson shall write on the back of any invalid ballot paper (in red) the reason(s) for its invalidity and confirm with a signature.

## Article 17: Declaration of results

17.1 Once the count has been completed and verified, the Chairperson shall communicate the results to the Secretary. The Secretary shall officially declare the results to the Congress.[20]

17.2 If a second (or subsequent) round of voting is required in accordance with the X Statutes, the procedure set out in [cite relevant articles of these Code][21] shall be repeated.

[19] For example, opening the urn, counting the ballot papers, counting the votes, etc.
[20] The RA may also decide that the Chairperson shall officially declare the results to the RA Congress.
[21] Cite relevant articles of the Code relating to Vote, Count, Invalid ballot papers and Declaration of results.

## Article 18: Minutes

18.1 The official minutes of the Congress shall be drafted and approved in accordance with the X Statutes. The Chairperson shall additionally sign the minutes.

18.2 The official minutes shall be distributed to the X Member Associations and the AFC.

## Article 19: Verification of voters

19.1 The Electoral Committee shall designate an appropriate number of persons from the X General Secretariat to be responsible for verifying the identity of the voting delegates and ensuring compliance with the voting procedure.

# CHAPTER FOUR: FINAL PROVISIONS

## Article 20: Archiving of documents

20.1 The Electoral Committee shall provide all the official documents relating to the elections to the X, which is responsible for passing them on to the relevant bodies, [22] where required, and for archiving them in accordance with the Standing Orders of the Congress of the X Statutes.[23]

## Article 21: Complaints

21.1 For the purposes of this Code, a complaint is an objection of any kind related to the conduct of any elections to the X Executive Committee, including any alleged violation(s) of the X Statutes, this Code and/or any electoral rules for elections to the X Executive Committee approved by the Electoral Committee.

21.2 To be valid, a complaint must comply with the following requirements:

21.2.1 it must be submitted in writing to the Secretary of the Electoral Committee no later than [to be completed by the Regional Association, e.g., 21 days][24] after the date of the relevant elections;

21.2.2 the complainant must demonstrate that he/she has a legally protected interest in the outcome of the relevant elections and that the Electoral Committee has jurisdiction to decide on his complaint;

21.2.3 the complainant must clearly identify all third parties that are directly affected by the complaint; and

21.2.4 the complaint must include a full written report, including an explanation of the facts giving rise to the complaint and the legal basis for the complaint, as well as copies of any supporting documents, witness statements and other evidence on which the complainant seeks to rely.

21.3 If any of the formal requirements set out in Article 21.2 of this Code is not met, the relevant complaint shall be declared inadmissible. Such decisions on admissibility are final and binding and not appealable.

21.4 The Electoral Committee shall make all decisions on complaints (including decisions on admissibility).

21.5 The Electoral Committee may transfer or refer a case to the X Disciplinary and Ethics Committee if it is deemed to be disciplinary in nature.

21.6 All disciplinary measures shall be undertaken in accordance with the X Statutes and the X Disciplinary and Ethics Code.

[22] The members of the Electoral Committee shall maintain absolute confidentiality and secrecy with respect to any information and documents made available to them during the course of the electoral process. Such obligation shall remain for an indefinite period following the relevant electoral process. Furthermore, they shall not retain any documents (electronic or otherwise) supplied to them during the electoral process.
[23] Or otherwise as stated in the Statutes of the Regional Association.
[24] The AFC recommends no later than twenty-one (21) days.

## Article 22: Appeal

22.1 Subject to Article 21.3 of this Code, appeals against decisions of the Electoral Committee may be lodged exclusively with the Court of Arbitration for Sport (CAS) in accordance with the X Statutes and/or any entry forms submitted to the Electoral Committee. Appeals shall be subject to the following conditions:

22.1.1 the language of arbitration shall be in English.

22.1.2 [possible additional condition(s) to be specified by the Regional Association].

## Article 23: Matters not provided for

23.1 All matters relating to any X election not covered by this Electoral Code and/or the X Statutes shall be ruled upon by the Electoral Committee.

## Article 24: Enforcement

24.1 This Code was ratified by the X Executive Committee on [date to be completed by the Regional Association] and comes into force on [effective date to be completed by the Regional Association, for e.g., immediately].

For the X Executive Committee

**[name and surname]**
*President*

**[name and surname]**
*General Secretary*




AFC House, Jalan 1/155B,
Bukit Jalil, 57000 Kuala Lumpur, Malaysia
T: +603 8994 3388

**the – AFC.com**