

Statutes of the PHILIPPINE FOOTBALL FEDERATION

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The terms given below denote the following:

FIFA: Fédération Internationale de Football Association.

AFC: Asian Football Confederation

AFF: Asean Football Federation

PFF: Philippine Football Federation

Association: a football Association recognised by and a Member of FIFA.

League: an organisation subordinate to an Association.

Provincial Football Association: an association subordinate to PFF.

Confederation: a group of Associations recognised by FIFA and belonging to the same continent (or similar geographic area).

Club: Member of a football Association (that is itself a Member of FIFA).

Officials: all board members, committee members, coaches, referees and attendants as well as other people responsible for technical, medical and administrative matters at FIFA, a Confederation, Association, League, Club or all the candidates for the elective positions.

Player: a football player registered with an Association.

Congress: the supreme body of PFF.

Board of Governors: the executive body of PFF.

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

Association Football: the game controlled by FIFA and organised in accordance with the Laws of the Game.

IFAB: the International Football Association Board.

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

Arbitration Tribunal: tribunal acting instead of an Ordinary Court.

CAS (TAS): Court of Arbitration for Sport (Tribunal Arbitral du Sport) in Lausanne (Switzerland).

NB: References to natural persons include both genders. The singular case applies to the plural and vice-versa.

I. General Provisions

Article 1



Name, headquarters, legal form

- ¹ PFF is a non-stock non-profit corporation established and organised in accordance with Philippine laws with principal office at PFF House of Football, Pasig City, Philippines and duly registered in the Securities and Exchange Commission of the Philippines. It is formed for an unlimited period.
- ² PFF is a Member of FIFA, AFC, AFF, POC (Philippine Olympic Committee) and recognised by Philippine Sports Commission as the National Sports Association for Football.
- The emblem of PFF is round in form, with the words "Philippine Football Federation 1907" written in blue inside a ring colored yellow. A second inner yellow ring (under the words above-mentioned) shall contain the initial "PFF" in black, with a black and white soccer ball, on top of which are two flags, one colored blue and another, on the right, colored red.
- The abbreviation of PFF is PFF.
- ⁵ The flag, emblem, logo and abbreviation are legally registered with Intellectual Property Office of the Philippines.

Article 2



Objectives

The objectives of PFF are:

- a) to improve the game of football constantly and promote, regulate and control it throughout the territory of PFF in the light of fair play and its unifying, educational, cultural and humanitarian values, particularly through youth and development programmes;
- b) to organise competitions in Association Football in all its forms at a national level, by defining precisely, as required, the areas of authority conceded to the various Leagues sanctioned by PFF:
- c) to draw up regulations and provisions and ensure their enforcement;
- d) to protect the interests of its Members;
- e) to respect and prevent any infringement of the statutes, regulations, directives and decisions of FIFA, of AFC and PFF as well as the Laws of the Game and to ensure that these are also respected by its Members;
- to prevent all methods or practices which might jeopardise the integrity of matches or competitions or give rise to abuse of Association Football;
- q) to control and supervise all friendly football matches of all forms played throughout the territory of PFF;
- h) to manage international sporting relations connected with Association Football in all its forms;
- i) to host competitions at international and other levels.

Article 3 Neutrality and non-discrimination

- PFF is neutral in matters of politics and religion.
- ² 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, language, religion, political opinion or any other opinion, wealth, birth or any other status, sexual orientation or any other reason is strictly prohibited and punishable by suspension or expulsion.

Article 4 Promoting friendly relations

- PFF shall promote friendly relations between its Members, Clubs, Officials and Players and in society for humanitarian objectives.
- ² Every person and organisation involved in the game of football is obliged to observe the PFF Statutes, regulations and the principles of fair play as well as the principles of loyalty, integrity and sportsmanship.
- ³ PFF shall provide the necessary institutional means to resolve any internal dispute that may arise between Members, Clubs, Officials and Players of PFF.

Article 5 Players

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

Article 6 Laws of the Game

- ¹ PFF and each of its Members must play Association Football in compliance with the Laws of the Game issued by IFAB. Only IFAB may lay down and alter the Laws of the Game.
- ² PFF and each of its Members must play Beach Soccer and Futsal in compliance with the Laws of the Game issued by FIFA. Only FIFA may lay down and alter the Beach Soccer and Futsal laws of the Game.

Article 7

Conduct of bodies and Officials

The bodies and Officials of PFF must observe the Statutes, regulations, directives, decisions and the Code of Ethics of FIFA, of AFC and of PFF in their activities.

Article 8

Official languages

- The official languages of PFF shall be English and Filipino. Official documents and texts shall be written in English.
- The official languages at the Congress shall be English and Filipino.

II. Membership

Admission, suspension and expulsion

- The Congress shall decide whether to admit, suspend or expel a Member.
- Admission may be granted if the applicant fulfils the requirements of PFF,
- Membership is terminated by resignation or expulsion. Loss of membership does not relieve the Member from its legal and financial obligations towards PFF or other Members of PFF, but leads to cancellation of all rights as a Member of PFF.

Article 10 Admission

- The Members of PFF are:
 - a) Clubs of the first division and second division of the National League to be established by PFF;
 - b) Provincial Football Associations;
 - c) Leagues (recognized by PFF) of national or regional scope (i.e. Luzon, Visayas or Mindanao);
 - d) The National Association (recognized by PFF) of Referees' groups;
 - e) The National Association (recognized by PFF) of Coaches' groups;
 - The National Association (recognized by PFF) of Women's Football groups;
 - g) The National Association (recognized by PFF) of Youth Football groups;
 - h) The National Association (recognized by PFF) of Futsal groups;
 - The National Association (recognized by PFF) of Beach Soccer groups;
 - The National Association (recognized by PFF) of Players' groups;

- k) University- or College-based football leagues (recognized by PFF) which are national or regional in scope
- ² Any legal person wishing to become a Member of PFF shall apply in writing to the general secretariat of PFF.
- 3 The application must be accompanied by the following mandatory items:
 - a) a copy of its legally valid statutes and regulations;
 - a declaration that it will always comply with the Statutes, regulations and decisions of PFF, FIFA and AFC and ensure that these are also respected by its own Members, Clubs, Officials and Players;
 - c) a declaration that it will comply with the Laws of the Game in force;
 - a declaration that it recognises the Arbitration Court of PFF [if applicable] and the Court of Arbitration for Sport (CAS) in Lausanne, as specified in these Statutes;
 - e) a declaration that it is located and registered in the territory of Philippines;
 - f) a declaration that it will play all official home matches in the territory of Philippines;
 - g) a declaration to the effect that the legal composition of the applicant guarantees that it can make decisions independently of any external entity;
 - h) a list of Officials, specifying those who are authorised signatories with the right to enter into legally binding agreements with third parties;
 - a declaration that it undertakes to organise or participate in friendly matches only with the prior consent of PFF;
 - j) a copy of the minutes of its last congress or constitutional meeting.

Article 11 Request and procedure for application

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

Article 12 Members' rights

- ¹ The Members of PFF have the following rights:
 - a) to take part in the Congress of PFF, 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 PFF to be elected:
- d) to be informed of the affairs of PFF through the official bodies of PFF;
- e) to take part in competitions and/or other football related activities organised by PFF;
- f) to exercise all other rights arising from the Statutes and regulations of PFF.
- The exercise of these rights is subject to other provisions in these Statutes and the applicable regulations.

Article 13 Members' obligations

- The Members of PFF have the following obligations:
 - a) to comply fully with the Statutes, regulations, directives and decisions of FIFA, AFC and PFF at all times and to ensure that these are also respected by its members;
 - b) to ensure the regular election of its decision-making bodies;
 - to take part in competitions [if applicable] and other football related activities organised by PFF;
 - d) to pay their membership subscriptions;
 - e) to respect the Laws of the Game as laid down by IFAB or 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, AFC, PFF or the League(s) shall come solely under the jurisdiction of the appropriate Arbitration Tribunal of PFF (once established) and that any recourse to Ordinary Courts is prohibited;
 - g) to communicate to PFF any amendment of its statutes and regulations as well as the list of its Officials or persons who are authorised signatories with the right to enter into legally binding agreements with third parties;
 - h) not to maintain any relations of a sporting nature with entities that are not recognised or with Members that have been suspended or expelled;
 - i) to observe the principles of loyalty, integrity and good sporting behaviour as an expression of fair play through a statutory provision;
 - to observe the mandatory items specified under article 10 paragraph 3 for the duration of their affiliation;
 - k) to administer a register of members which shall regularly be updated;
 - to comply fully with all other duties arising from the Statutes and other regulations of FIFA, AFC and PFF.
 - m) to manage their affairs independently and ensure that their own affairs are not influenced by third parties;
 - n) to adopt and ratify statutes that are in accord with the format of PFF Statutes.

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

Article 14 Suspension

- ¹ The Congress is responsible for suspending a Member. The Board of Governors may, however, suspend a Member that seriously violates its obligations as a Member with immediate effect. The suspension shall last until the next Congress, unless the Board of Governors has lifted it in the meantime.
- ² A suspension shall be confirmed at the next Congress by two third of the votes taken. If it is not confirmed, the suspension is automatically lifted.
- ³ A suspended Member shall lose its membership rights. Other Members may not entertain sporting contact with a suspended Member. The Disciplinary Committee may impose further sanctions.
- ⁴ Members that do not participate in the football related activities of PFF for two consecutive calendar years shall be suspended from voting at the Congress and their representatives shall not be elected or appointed until they have fulfilled their obligations in this respect.

Article 15 Expulsion

- The Congress may expel a Member if:
 - a) it fails to fulfil its financial obligations towards PFF;
 - b) it seriously violates the Statutes, regulations, directives or decisions of FIFA, AFC and PFF
- The presence of an absolute majority (50% + 1) of Members entitled to vote at the Congress is necessary for an expulsion to be valid, and the motion for expulsion must be adopted by a three-quarter majority of the valid votes cast.

Article 16 Resignation

- A Member may resign from PFF with effect from the end of a calendar year. Notice of resignation must reach the general secretariat no later than three months before the end of the calendar year.
- The resignation is not valid until the Member wishing to resign has fulfilled its financial obligations towards PFF and the other Members of PFF.

Article 17 Status of Clubs, Leagues, Regional or Provincial Associations and other groups of Clubs

¹ Clubs, Leagues, Regional or Provincial Football Associations or any other groups of Clubs affiliated to PFF shall be subordinate to and recognised by PFF. These Statutes define the scope of authority and the rights and duties of these Clubs and groups. Their statutes and regulations must be approved by the Board of Governors of PFF.

- ² The Clubs and groups of PFF shall 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, no natural or legal person (including holding companies and subsidiaries) shall exercise control over more than one Club or group whenever the integrity of any match or competition could be jeopardised.

III. Honorary President and Honorary Member

Article 18 Honorary president and honorary member

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

IV. Organisation

Article 19 Bodies

- The Congress is the supreme and legislative body.
- ² The Board of Governors is the executive body.
- ³ Standing and ad-hoc committees shall advise and assist the Board of Governors in fulfilling its duties. Their duties, composition and function are defined in these Statutes and/or special regulations drawn up by the Board of Governors.
- ⁴ The general secretariat is the administrative body.
- ⁵ The judicial bodies are the Disciplinary Committee, the Appeal Committee and the Ethics Committee.
- ⁶ The bodies of PFF shall be either elected or appointed by PFF itself without any external influence and in accordance with the procedures described in these Statutes.

A. CONGRESS

Article 20 Definition and composition of the Congress

- ¹ The Congress is the meeting at which all of the Members of PFF regularly convene. It represents the supreme and legislative authority of PFF. Only a Congress that is duly convened has the authority to make decisions.
- A Congress may be an Ordinary or Extraordinary Congress.
- ³ The President shall conduct the Congress business in accordance with the standing orders of the Congress.
- ⁴ The Congress or the Board of Governors may appoint observers who take part in the Congress without the right participate in the deliberations or to vote.
- ⁵ The honorary presidents or honorary members may take part in the Congress. They may participate in the deliberations but are not entitled to vote.

Article 21 Delegates and votes

- ¹ The Congress is composed of up to sixty-six (66) delegates. The number of delegates is allocated as follows:
 - a) Up to twenty (20) delegates from Clubs one (1) each from members of the first division and the second division of the National League to be established by PFF;
 - b) Up to thirty-three (33) delegates from Provincial Football Associations one (1) each from the existing 33 regular Provincial Football Associations;
 - c) Up to three (3) delegates from Leagues (recognized by PFF) of national or regional in scope;
 - d) Up to three (3) delegates from University- or College-based football leagues (recognized by PFF) which are national or regional in scope;
 - e) Up to seven (7) delegates from other groups of interests recognized by PFF- one (1) each from:
 - * National Association of Referees' groups;
 - * National Association of Coaches' groups:
 - * National Association of Women's Football groups;
 - * National Association of Youth Football groups;
 - * National Association of Futsal groups:
 - * National Association of Beach Soccer groups;
 - * National Association of Players' groups;
- ² Delegates must belong to the Member that they represent and be appointed or elected by the appropriate body of that Member. They must also be able to produce evidence of this upon request.

- ³ Each delegate of the same category of Member has an equal number of votes in the Congress. Only the delegates present are entitled to vote. Voting by proxy or by letter is not permitted.
- ⁴ The Board of Governors and the General Secretary shall take part in the Congress without voting rights. During their terms of office, members of the Board of Governors may not be appointed as delegates for their association.

Article 22 Areas 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) approving the minutes of the last meeting;
- c) electing the President and the vice-president and members of the Board of Governors;
- d) appointing the scrutineers;
- e) approving the financial statements;
- f) approving the budget;
- g) approving the President's activity report;
- h) appointing the independent auditors upon the proposal of the Board of Governors;
- i) fixing the membership subscriptions;
- deciding, upon the nomination of the Board of Governors, whether to bestow the title of honorary president or honorary member;
- k) admitting, suspending or expelling a Member;
- l) revoking the mandate of elected member(s) of a body of PFF;
- m) dissolving PFF;
- n) passing decisions at the request of a Member in accordance with these Statutes;
- o) electing the members of the Ethics Committee and the Appeals Committee;
- p) electing the members of the Electoral Committee and the Election Appeal Committee.

Article 23 Quorum of the Congress

- 1 Decisions passed by the Congress shall only be valid if the absolute majority (50% +1) of the Members who are entitled to vote are represented.
- ² If a quorum is not achieved, a second Congress shall take place 24 hours after the first, with the same agenda.

³ A quorum is not required for the second meeting unless any item on the agenda proposes the amendment of the Statutes of PFF, the election of the President and election of the vice-presidents and members of the Board of Governors, the dismissal of one or a number of members of a body of PFF, the suspension, expulsion of a Member of PFF or the dissolution of PFF.

Article 24 Decisions of the Congress

- ¹ Unless otherwise stipulated in the Statutes, a simple majority of the Members entitled to vote is sufficient for a vote to be valid. The simple majority shall be considered by the number of actual valid votes cast. Spoiled or blank voting slips or any other forms of abstentions are disregarded in calculating the majority.
- ² A decision that requires a vote shall be reached by a show of hands or by means of an electronic count. If a show of hands does not result in a clear majority in favour of a motion, the vote shall be taken by calling the roll in alphabetical order.

Article 25 Elections

- ¹ Elections shall be conducted by secret ballot.
- ² For a person to be elected, a simple majority (50% + 1) of the valid votes cast is necessary in the first ballot.
- ³ If none of the candidates obtains the simple majority after the first ballot and there are more than three candidates for the position, the three candidates that obtained the highest number of votes will remain for the following ballot. Once only three candidates are left and if in the next ballot no simple majority is obtained, the candidate with the lowest number of votes is eliminated. Then the run-off will ensue.

Article 26 Ordinary Congress

- ¹ The Ordinary Congress shall be held every year.
- ² The Board of Governors shall fix the place and date. The Members shall be notified in writing at least two months in advance.
- ³ The formal convocation shall be made in writing at least two weeks before the date of the Congress. This convocation shall contain the agenda, the President's activity report, the financial statements and the auditors' report and any other relevant documents.

- ¹ The General Secretary shall draw up the agenda based on proposals from the Board of Governors and the Members. Any proposal that a Member wishes to submit to the Congress shall be sent to the general secretariat in writing, with a brief explanation, at least one month before the date of the Congress.
- ² The Congress agenda shall include the following mandatory items:
 - a) a declaration that the Congress has been convened and composed in compliance with the Statutes of PFF;
 - b) approval of the agenda;
 - c) an address by the President;
 - d) appointment of Members to check the minutes;
 - e) appointment of scrutineers;
 - f) suspension or expulsion of Members (if applicable);
 - g) approval of the minutes of the preceding Congress;
 - h) President's activity report (containing the activities since the last Congress);
 - i) presentation of the consolidated and revised balance sheet and the profit and loss statement;
 - j) approval of the financial statements;
 - k) approval of the budget;
 - l) admission for membership (if applicable);
 - m) votes on proposals for amendments to the Statutes, the regulations governing the application of the Statutes, the standing orders of the Congress, the Electoral Code and the Ethics Code (if applicable);
 - n) discussion of proposals submitted by the Members and the Board of Governors:
 - o) appointment of independent auditors (if applicable) upon the proposal of the Board of Governors;
 - p) dismissal of a person or a body (if applicable);
 - q) election of the President, vice-presidents and members of the Board of Governors (if applicable);
 - r) election of the Electoral Committee and the Election Appeal Committee (if applicable);
 - s) election of the Ethics Committee (if applicable);
 - r) any further items proposed by the Members or the Board of Governors of PFF.
- ³ The agenda of an Ordinary Congress may be altered, provided two thirds of the delegates present at the Congress and eligible to vote agree to such a motion.
- ⁴ The Congress shall not make a decision on any point not included in the agenda.

Article 28 Extraordinary Congress

- ¹ The Board of Governors may convene an Extraordinary Congress at any time.
- The Board of Governors shall convene an Extraordinary Congress if the simple majority of the delegates of PFF make such a request in writing. The request shall specify the items for the agenda. An Extraordinary Congress shall be held within three months of receipt of the request. If an Extraordinary Congress is not convened, the Members who requested it may convene the Congress themselves. As a last resort, the Members may request assistance from FIFA.
- ³ The Members shall be notified of the place, date and agenda at least one month before the date of an Extraordinary Congress.
- ⁴ When an Extraordinary Congress is convened on the initiative by the absolute majority of the Board of Governors, it must draw up the agenda. When an Extraordinary Congress is convened upon the request of Members, the agenda must contain the points raised by those Members.
- ⁵ The agenda of an Extraordinary Congress may not be altered.

Article 29 Amendments to the Statutes and the standing orders of the Congress

- ¹ The Congress is responsible for amending the Statutes and the standing orders of the Congress.
- ² Any proposals for an amendment to the Statutes must be submitted in writing with a brief explanation to the general secretariat by a Member or by the Board of Governors. A proposal submitted by a Member is valid, provided it has been supported in writing by at least three other Members.
- 3 For a vote on an amendment to the Statutes to be valid, an absolute majority (50% +1) of the Members eligible to vote must be present.
- ⁴ A proposal for an amendment to the Statutes shall be adopted only if two thirds of the Members present and eligible to vote agree to it.
- Any proposal to amend the standing orders of the Congress must be submitted in writing with a brief explanation to the general secretariat by a Member or by the Board of Governors.
- ⁶ A proposal for an amendment to the standing orders of the Congress shall be adopted only if a simple majority of the Members present and eligible to vote agree to it.

Article 30 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 31 Effective dates of decisions

Decisions passed by the Congress shall come into effect for the Members 30 days after the close of the Congress, unless the Congress fixes another date for a decision to take effect.

B. BOARD OF GOVERNORS

Article 32 Composition

- The Board of Governors consists of 15 members:
- · 1 President
- 1 vice-president
- 12 members, four (4) each from Luzon, Visayas and Mindanao
- 1 female member
- The President, the vice-president, and the female member shall be elected by the Congress. The twelve (12) members of the Board of Governors shall first be elected by their respective regions and confirmed by Congress. The four (4) candidates from each region receiving the highest number of votes from their respective regions shall get elected. Every candidate in the election of members of the Board of Governors must be proposed by at least one Member.
- ³ A term of office consists of four years. The President, vice-president, members of the Board of Governors including the female member shall serve for a maximum of two consecutive terms.
- ⁴ The members of the Board of Governors shall be Filipino citizens and shall have already been active in football as board members or general secretary of any of the PFF members for at least one year in the last five years, must not have been previously found guilty of a criminal offence involving moral turpitude and have residency within the territory of PFF for a minimum of one year prior to the elections.
- ⁵ Candidatures must be sent to the general secretariat of PFF. The official list of candidates must be passed to the Members of PFF along with the agenda for the Congress at which the Board of Governors will be elected.
- 6 A member of the Board of Governors may not at the same time be a member of a judicial body of PFF.
- ⁷ If a position should become vacant (death, resignation, absence from three consecutive meetings), the Board of Governors shall fill that position until the next Ordinary Congress, when a replacement will be elected for the remaining term of mandate.
- ⁸ If more than 50% of the positions of the Board of Governors become vacant, the Electoral Committee shall convoke an Extraordinary Congress within PFF within two months in order to elect the replacement for the remaining term of mandate.

- ¹ The Board of Governors shall meet at least four times a year.
- ² The President shall convene the Board of Governors meetings. If 50% of the Board of Governors members request a meeting, the President shall convene it within 21 days. If the president does not convene the meeting within 21 days, the members shall convene it themselves.
- ³ The President shall compile the agenda. Each member of the Board of Governors is entitled to propose items for inclusion in the agenda. The members of the Board of Governors must submit the points they wish to be included in the agenda for the meeting to the general secretariat at least 14 days before the meeting. The agenda must be sent out to the members of the Board of Governors at least 7days before the meeting.
- ⁴ The General Secretary shall take part in the meetings of the Board of Governors in a consultative role.
- ⁵ The meetings of the Board of Governors shall not be held in public. The Board of Governors may, however, invite third parties to attend. Those third parties shall not have voting rights, and may only express an opinion with the permission of the Board of Governors.

Article 34 Powers of the Board of Governors

The Board of Governors:

- shall pass decisions on all cases that do not come within the sphere of responsibility of the Congress or are not reserved for other bodies by law or under these Statutes;
- b) shall prepare and convene the Ordinary and Extraordinary Congress of PFF;
- shall appoint the chairmen, deputy chairmen and members of the standing committees on the proposal of the President;
- d) shall appoint the chairmen, deputy chairmen and members of the Disciplinary and the Appeal Committees on the proposal of the President;
- e) may decide to set up ad-hoc committees if necessary at any time;
- f) shall compile guidelines for the organisation of standing committees and ad-hoc committees;
- g) shall appoint or dismiss the General Secretary on the proposal of the President. The General Secretary shall attend the meetings of all the committees ex officio;
- h) shall propose the independent auditors to the Congress;
- shall decide the place and dates of and the number of teams participating in the competitions of PFF or sanctioned by PFF on the proposal of the President;
- shall appoint the coaches for the representative teams and other technical staff on the proposal of the President;
- k) shall approve regulations stipulating how PFF shall be organised internally;
- shall ensure that the Statutes are applied and adopt the executive arrangements required for their application;

- m) may dismiss a person or body or suspend a Member of PFF provisionally until the next Congress;
- n) may delegate tasks arising out of its area of authority to other bodies of PFF or third parties.

Article 35 Decisions

- ¹ The Board of Governors shall not engage in valid debate unless eight (8) of its members are present.
- ² The Board of Governors shall reach decisions by a simple majority of the members present. In the event of a tied vote, the President shall have the casting vote. Voting by proxy or by letter is not permitted.
- Any member of the Board of Governors must withdraw from the debate and from taking a decision if there is any risk or possibility of a conflict of interests.
- ⁴ The decisions taken shall be recorded in the minutes.
- ⁵ The decisions taken by the Board of Governors shall come into effect immediately, unless the Board of Governors decides otherwise.

Article 36 Dismissal of a person or body

- ¹ The Congress may dismiss a person or body. The Board of Governors may place the dismissal of a person or body on the agenda for the Congress. The Board of Governors may also dismiss a person or body provisionally. Any Board of Governors member may submit a proposal to place such a motion for dismissal on the agenda of the Board of Governors or Congress.
- ² The motion for dismissal must be justified. It will be sent to the Members of PFF along with the agenda.
- ³ The person or body in question has the right to speak in his or its own defence.
- ⁴ If the motion for dismissal is upheld, the Congress or Board of Governors shall reach a decision by means of secret ballot. For the motion to be passed, a majority of two-thirds of the valid votes is required.
- ⁵ The person or body dismissed (provisionally) must be relieved of his or its functions with immediate effect.

C. PRESIDENT

Article 37 President

- The President represents PFF legally.
- ² He is primarily responsible for:
 - a) implementing the decisions passed by the Congress and the Board of Governors through the general secretariat;
 - b) ensuring the effective functioning of the bodies of the PFF in order that they achieve the objectives described in these Statutes;
 - c) supervising the work of the general secretariat;
 - d) relations between PFF and its Members, FIFA, AFC, political bodies and other organisations.
- Only the President may propose the appointment or dismissal of the General Secretary.
- ⁴ The President shall preside over the Congress, the Board of Governors and Emergency Committee meetings and those committees of which he has been appointed chairman.
- ⁵ The President shall have an ordinary vote on the Board of Governors and, whenever votes are equal, shall have a casting vote.
- 6 If the President is absent or unavailable, the vice-president shall deputise.
- ⁷ If the position of the President becomes vacant (death, resignation, absence from 4 consecutive meetings), an Extraordinary Congress must be convened within 2 months and a new President must be elected to serve the remainder of the term of office of the President who died, resigned or was absent from 4 consecutive meetings.
- ⁸ Any additional powers of the President shall be contained in the internal organisation regulations of PFF.

Article 38 Candidates for the office of the President

- ¹ The President shall be elected by the Congress for a period of four years. His term of office shall begin after the end of the Congress which has elected him. A President shall serve for a maximum of two consecutive terms.
- Every candidate for the office of the President shall be nominated by at least two Members of PFF.

The President represents PFF legally and is entitled to sign for PFF. The Board of Governors may set up internal organisation regulations regarding the joint signature of officers, in particular, in case of the President's absence and concerning all important business of PFF.

D. STANDING COMMITTEES

Article 40 Standing Committees

- The standing committees of PFF are:
 - a) Finance Committee:
 - b) Audit Committee;
 - c) Organising Committee for PFF competitions;
 - d) Technical and Development Committee;
 - e) Referees' Committee;
 - f) Legal Committee;
 - g) Women's Football Committee;
 - h) Youth Football Committee:
 - i) Futsal Committee;
 - j) Sports Medical Committee;
 - k) Players' Status Committee;
 - 1) Committee for Ethics and Fair Play (Integrity Committee);
 - p) Marketing and Television Advisory Board;
 - g) National Teams Committee.
- ² The chairmen of the standing committees shall be members of the Board of Governors with the exception of those for the Audit Committee, who may not belong to the Board of Governors. The members of each standing committee shall be appointed by the Board of Governors on the proposal of the President. The chairmen, deputy chairmen and the members of the standing committees shall be designated for a term of office of four years.
- Each chairman shall represent his committee and conduct business in compliance with the relevant organisation regulations drawn up by the Board of Governors.
- Each chairman shall fix the dates of meetings in collaboration with the General Secretary, ensure that all tasks are carried out and report back to the Board of Governors.
- Each committee may propose amendments to its regulations to the Board of Governors.

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- ⁵ Each committee may propose amendments to its regulations to the Board of Governors.

Article 41 Finance Committee

The Finance Committee shall monitor the financial management and advise the Board of Governors on financial matters and asset management. It shall analyse the budget of PFF and the financial statements prepared by the General Secretary and submit them to the Board of Governors for approval. It shall consist of a chairman, a deputy chairman and one (1) member.

Article 42 Audit Committee

The Audit Committee shall ensure the completeness and reliability of the financial accounting and review the external auditors' report at the request of the Board of Governors. It shall consist of a chairman, a deputy chairman and one (1) member.

Article 43 Organising Committee for PFF competitions

The Organising Committee for PFF competitions shall organise the competitions of PFF in compliance with the provisions of these Statutes and the regulations applicable to PFF competitions. It shall consist of a chairman, a deputy chairman and one (1) member.

Article 44 Technical and Development Committee

The Technical and Development Committee shall primarily analyse the basic aspects of football training and technical development. It shall consist of a chairman, a deputy chairman and three (3) members.

Article 45 Referees' Committee

The Referees' Committee shall implement the Laws of the Game. It shall appoint the referees for matches in competitions organised by PFF, organise refereeing matters within PFF in collaboration with the administration of PFF and monitor the education and training of referees. It shall consist of a chairman, a deputy chairman and one (1) member.

Article 46 Legal Committee

The Legal Committee shall analyse basic legal issues relating to football and the evolution of the Statutes and regulations of PFF and its Members. It shall consist of a chairman, a deputy chairman and one (1) member.

Article 47 Women's Football Committee

The Committee for Women's Football shall organise women's football competitions and deal with all matters relating to women's football. It shall consist of a chairman, a deputy chairman and one (1) member.

Article 48 Youth Football Committee

The Committee for Youth Football shall organise youth football competitions and deal with all matters relating to youth football. It shall consist of a chairman, a deputy chairman and one (1) member.

Article 49 Futsal Committee

The Futsal Committee shall organise futsal competitions and deal with all matters relating to futsal. It shall consist of a chairman, a deputy chairman and one (1) member.

Article 50 Sports Medical Committee

The Sports Medical Committee shall deal with all medical aspects of football. It shall consist of a chairman, a deputy chairman and one (1) member.

Article 51 Players' Status Committee

¹ The Players' Status Committee shall set up and monitor compliance with transfer regulations in accordance with the FIFA Regulations for the Status and Transfer of Players and determine the status of Players for various competitions of PFF. The Board of Governors may draw up special regulations governing the Players' Status Committee's powers of jurisdiction. The Players' Status Committee shall consist of a chairman, a deputy chairman and one (1) member.

² Players' status disputes involving PFF, its Members, Players, Officials and match and players' agents shall be settled by an Arbitration Tribunal in accordance with these Statutes.

Article 52 Committee for Ethics and Fair Play (Integrity Committee)

The Committee for Ethics and Fair Play (Integrity Committee) shall deal with everything relating to ethics in football and the promotion of fair play. It shall consist of a chairman, a deputy chairman and one (1) member.

Article 53 Marketing and Television Advisory Board

The Marketing and Television Advisory Board shall advise the Board of Governors with regard to drafting and implementing contracts between PFF and its marketing/television partners and analyse marketing and television strategies that have been devised. It shall consist of a chairman, a deputy chairman and one (1) member.

Article 54 National Team Committee

The National Team Committee shall advise the Board of Governors with the selection of players and officials of the National Teams as well as the international match programmes. It shall ensure that the selection procedures for football players, coaches and other officials to represent the Philippines in football are open and fair. It shall also ascertain that the programs and facilities for training of the national teams are adequate. It shall consist of a chairman, a deputy chairman and one (1) member.

Article 55 Ad-hoc committees

The Board of Governors may, if necessary, create ad-hoc committees for special duties and a limited period of time. The Board of Governors shall appoint a chairman, a deputy chairman and the members. The duties and function are defined in special regulations drawn up by the Board of Governors. An adhoc committee shall report directly to the Board of Governors.

E. GENERAL SECRETARIAT

Article 56 General secretariat

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

Article 57 General Secretary

- ¹ The General Secretary is the chief executive of the general secretariat.
- ² He shall be appointed on the basis of an agreement governed by private law and shall have the necessary professional qualifications.
- ³ He shall be responsible for:
 - a) implementing decisions passed by the Congress and Board of Governors in compliance with the President's directives;
 - b) attending the Congress and meetings of the Board of Governors, Emergency Committee and the standing and ad-hoc committees;
 - c) organising the Congress and meetings of the Board of Governors and other bodies;
 - d) compiling the minutes for the meetings of the Congress, Board of Governors, Emergency Committee and standing and ad-hoc committees;
 - e) managing and keeping the accounts of PFF properly;
 - f) the correspondence of PFF;
 - g) relations with the Members, committees, FIFA and AFC;
 - h) organising the general secretariat;
 - i) the appointment and dismissal of staff working in the general secretariat;
 - j) proposing managerial staff to the President.
- The General Secretary may not be a Congress delegate or a member of any body of PFF.

F. JUDICIAL BODIES

Article 58 Judicial bodies

- The judicial bodies of PFF are:
 - a) the Disciplinary Committee;
 - b) the Appeal Committee;
 - c) the Ethics Committee.
- The responsibilities and functions of these bodies shall be stipulated in the Disciplinary Code of PFF or the Code of Ethics of PFF, which shall comply with the FIFA Disciplinary Code and the FIFA Code of Ethics.
- ³ The decision-making powers of other committees remain unaffected.
- ⁴ The members of the judicial bodies may not belong to any other body of PFF at the same time.

Article 59 Disciplinary Committee

- ¹ The Disciplinary Committee shall consist of a chairman, deputy chairman and one member. The chairman shall have legal qualifications. The members are appointed by the Board of Governors on the proposal of the President and confirmed by the Congress.
- ² The function of this body shall be governed by the Disciplinary Code of PFF. The committee shall pass decisions only when at least two members are present. In certain cases, the chairman may rule alone in accordance with the Disciplinary Code of PFF.
- The committee may pronounce the sanctions described in these Statutes and the Disciplinary Code of PFF on Members, Officials, Players, Clubs and match and players' agents.
- ⁴ These provisions are subject to the disciplinary powers of the Congress and the Board of Governors with regard to the suspension and expulsion of Members.

Article 60 Appeal Committee

- ¹ The Appeal Committee shall consist of a chairman, deputy chairman and the number of members deemed necessary. The chairman and deputy chairman shall have legal qualifications.
- The function of this body shall be governed by the Disciplinary Code of PFF. The committee shall pass decisions only when at least three members are present. In certain cases, the chairman may rule alone in accordance with the Disciplinary Code of PFF.
- ³ The Appeal Committee is responsible for hearing appeals against decisions from the Disciplinary Committee that are not declared final.

Article 61 Ethics Committee

- 1 The Ethics Committee shall consist of a chairman, a deputy chairman and the number of members deemed necessary. The chairman shall have legal qualifications
- 2 The function of this body shall be governed by the PFF Code of Ethics. The committee shall pass decisions only when at least three members are present.

Article 62 Disciplinary measures

The disciplinary measures are primarily:

for natural and legal persons:

- a) a warning;
- b) a reprimand;
- c) a fine;
- d) the return of awards.
- for natural persons:
 - a) a caution;
 - b) an expulsion;
 - c) a match suspension;
 - d) a ban from the dressing rooms and/or the substitutes' bench;
 - e) a ban from entering a stadium;
 - f) a ban on taking part in any football-related activity;
 - g) social responsibility.
- 3 for legal persons:
 - a) a transfer ban;
 - b) playing a match without spectators;
 - c) playing a match on neutral territory;
 - d) a ban on playing in a particular stadium;
 - e) annulment of the result of the match;
 - f) exclusion from a competition;
 - g) a forfeit;
 - h) deduction of points;
 - i) relegation to a lower division.

Article 63 Arbitration

- ¹ PFF shall create an Arbitration Tribunal, which shall deal with all internal national disputes between PFF, its Members, Players, Officials and match and players' agents that do not fall under the jurisdiction of its judicial bodies. The Board of Governors shall draw up special regulations regarding the composition, jurisdiction and procedural rules of this Arbitration Tribunal.
- ² As long as within PFF no national Sports Arbitration Tribunal has been installed and recognised by the Congress of PFF, any dispute of national dimension may only be referred in the last instance to the Court of Arbitration for Sports (CAS) in Lausanne, Switzerland.

Article 64 Jurisdiction

¹ PFF, its Members, Players, Officials and match and player's agents will not take any dispute to Ordinary Courts unless specifically provided for in these Statutes and FIFA regulations. Any disagreement shall be submitted to the jurisdiction of FIFA, AFC or PFF.

² PFF shall have jurisdiction on internal national disputes, i.e. disputes between parties belonging to PFF. FIFA shall have jurisdiction on international disputes, i.e. disputes between parties belonging to different Associations and/or Confederations.

Article 65 Court of Arbitration for Sport

- In accordance with the relevant Articles of the FIFA Statutes and AFC Statutes, any appeal against a final and binding FIFA decision or AFC decision shall be heard exclusively by the Court of Arbitration for Sport (CAS) in Lausanne, Switzerland. CAS shall not, however, hear appeals on violations of the Laws of the Game, suspensions of up to four matches or up to three months (with the exception of doping decisions), or decisions passed by an independent and duly constituted Arbitration Tribunal of an Association or Confederation.
- ² PFF shall ensure its full compliance and that of its Members, Players, Officials and match and players' agents with any final decision passed by a FIFA body, AFC body or CAS.

V. Finance

Article 66 Financial period

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

Article 67 Revenue

The revenue of PFF arises specifically from:

- a) Members' annual subscriptions;
- b) receipts generated by the marketing of rights to which PFF is entitled;
- c) fines imposed by the authorised bodies;
- d) other subscriptions and receipts in keeping with the objectives pursued by PFF.

Article 68 Expenses

PFF bears:

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

Article 69 Independent auditors

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

Article 70 Membership subscriptions

- ¹ Membership subscriptions are due on 31 December. The annual subscription for new Members for the year in question shall be paid within 30 days of the close of the Congress at which they are admitted.
- ² The Congress shall fix the amount of the annual subscription every four (4) years on the recommendation of the Board of Governors. It shall be the same for every Member and amount to no more than fifteen thousand pesos (Php 15,000).

Article 71 Settlement

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

Article 72 Levies

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

VI. Competition and rights in competitions and events

Article 73 Competitions

- ¹ PFF organizes and coordinates the following official competitions held within its territory:
 - National League (Professional)
 - National Club Championship (Amateur)
 - National U23 Championship
 - National Women's Club Championship (Amateur)
 - All National youth-group tournaments or festivals
 - All National Futsal and Beach Soccer tournaments
 - Philippine Peace Cup
 - Other competitions involving "A" teams or foreign clubs
 - ° All other competitions that are national in scope
- ² The Board of Governors may delegate to PFF's subordinate Leagues the authority to organise competitions. The competitions organised by the Leagues shall not interfere with those competitions organised by PFF. Competitions organised by PFF shall take priority.
- ³ The Board of Governors may issue special regulations to this end.

Article 74 Club licensing

The Board of Governors of PFF will set up regulations regarding a club licensing system governing the participation of Clubs in competitions of PFF.

Article 75 Rights

- ¹ PFF and its Members are the original owners of all of the rights emanating from competitions and other events coming under their respective jurisdiction, without any restrictions as to content, time, 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 Board of Governors shall decide how and to what extent these rights are utilised and draw up special regulations to this end. The Board of Governors shall alone decide whether these rights shall be utilised exclusively, or jointly with a third party or entirely through a third party.

Article 76 Authorisation

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

VII. International Matches and Competitions

Article 77 International matches and competitions

- ¹ The authority for organising international matches and competitions between Association teams and between Leagues and/or Club teams lies solely with FIFA and AFC. No match or competition shall take place without the prior permission of the FIFA Executive Committee. In addition, permission from the relevant Confederation may be required in accordance with the FIFA regulations.
- ² PFF is bound to comply with the international match calendar compiled by FIFA.

Article 78 Contacts

PFF shall not play matches or make sporting contacts with Associations that are not members of FIFA or with provisional members of a Confederation without the approval of FIFA.

Article 79 Approval

Clubs, Leagues or any other group of Clubs that are affiliated to PFF cannot belong to another Association or participate in competitions on the territory of another Association without the authorisation of PFF and the other Association and of FIFA and the AFC, except in exceptional circumstances.

VIII. Final Provisions

Article 80 Unforeseen contingencies and force majeure

The Board of Governors shall have the final decision on any matters not provided for in the Statutes or in cases of force majeure.

Article 81 Dissolution

- ¹ Any decision relating to the dissolution of PFF requires a majority of two-thirds of all of the Members of PFF, which must be obtained at a Congress specially convened for the purpose.
- ² If PFF is disbanded, its assets shall be transferred to a receiver duly appointed in accordance with Philippine law. It shall hold these assets in trust as "bonus pater familiae" until PFF is re-established. The final Congress may, however, choose another recipient for the assets on the basis of a two-thirds majority.

Article 82 Enforcement

These Statutes were adopted at the 10th PFF Ordinary Congress held on 30 November 2013 in Cagayan de Oro City, Philippines and will come into force on 30 December 2013.

For the PFF Board of Governors:

Mariano V. Araneta, Jr.

President

Edwin B. Gastanes General Secretary

Article 83 Transitory clauses

Existing regular members of the PFF at the time of adoption of these Statutes shall have until 31 December 2015 within which to group themselves into Regional Football Associations in accordance with an equitable formula with due consideration to geographical locations to be adopted by the Board of Governors such that the resulting number of Regional Football Associations shall not exceed thirty-three (33).

The resulting Regional Football Associations shall include such probationary members and applicant territorial associations at the time of the adoption of these Statutes, and those territorial associations that may thereafter apply.

- ² References to Provincial Football Associations in these Statutes shall refer to Regional Football Associations by 31 December 2015 and until such time the Statutes are amended to reflect the change in nomenclature.
- Members have until 31 December 2015 within which to provide PFF with the mandatory items listed in Article 10 (3) of these Statutes. Any Member which fails to comply with these mandatory items shall cease to exist as Member.
- ⁴ The provisions relating to the Board of Governors only come into force after the new Board of Governors members have been elected.