

MEMORANDUM OF ASSOCIATION
FOR THE
CAYMAN ISLANDS FOOTBALL ASSOCIATION (CIFA)

1. TITLE

1.1 The Association shall be called the Cayman Islands Football Association (CIFA), hereinafter referred to as the "Company".

2. The registered office of the Company shall be at the offices of the Cayman Islands Football Association c/o the General Secretary, P.O. Box 178 GT, George Town, Grand Cayman, Cayman Islands, British West Indies or at such other place as the Executive Committee may from time to time decide with the approval of the members of the Congress.

3. OBJECTS

3.1 The objects of the Company are:-

3.1.1 To be affiliated with the Federation International de Football Association (FIFA), the Confederation of North, Central American and Caribbean Football Association (CONCACAF), the Caribbean Football Union (CFU), the Cayman Islands Olympic Committee (CIOC) and such other bodies as the Company may from time to time determine;

3.1.2 To promote the game of football locally and internationally; the authority for Organizing international matches and competitions between Association teams and between leagues and/or Club teams lies solely with FIFA. No match or competition shall take place without the prior permission of the FIFA Executive Committee. In addition, permission from CONCACAF may be required in accordance with the FIFA regulations. The Company is bound to comply with the international match calendar compiled by FIFA.

3.1.3 To regulate the game of football in accordance with the rules of the Company and the rules and

regulations laid down by the governing International Bodies with whom the Company is affiliated;

- 3.1.4 To foster, promote, and widen the scope of the game of football generally, and to take such action that it deems useful to encourage the development of the game within the ambit of the Company;
- 3.1.5 To promote the standard of the game by adhering to the rules of this Company and FIFA as well as those regulations published by the International Football Association Board, thus discouraging irregular practices and abuses, which may arise through non-observance of international standards;
- 3.1.6 To foster friendly relations among members, officials and players by promoting the organization of football matches at all levels and by supporting football by all other means which it deems appropriate;
- 3.1.7 To accept all gifts, donations and any other form of contribution for the promotion of the objects of the Company from the following sources but not excluding others:-
 - (a) Government Aids and Grants.
 - (b) Olympic Solidarity.
 - (c) Private Sponsorship.
 - (d) Private gifts and donations.
- 3.1.8 To transfer all or any part of the property, assets of this Company to any one or more of the organizations with which this Company is affiliated or to any of its members or to any other sporting organization which Congress may deem appropriate;
- 3.1.9 Generally to do all such things as are incidental or conducive to the attainment of the above objects or any of them.

4. The income of the Company whence so ever derived shall be applied solely towards the promotion of the objects of the Company as set forth in this Memorandum Of Association and

no portion thereof shall be paid or transferred directly or indirectly by way of dividend or bonus or otherwise howsoever, by way of profit, to officers or members of the Company other than cash prizes for competitions as sanctioned from time to time by the Executive Committee and approved by the members of the Congress and no member of its Executive Committee shall be appointed to any office of the Company paid by salary or fees or receive any remuneration or other benefit in money or monies worth from the Company provided that nothing shall prevent any payment in good faith by the Company:

- a) Of reasonable and proper remuneration to any member, officer or servant of the Company, or to any member of the Executive Committee in return for any services actually rendered to the Company;
- b) Of interest on money lent by any member of the Company or of its Executive Committee at a rate per year not exceeding 2% less than the base lending rate prescribed for the time being by a clearing bank selected by the Executive Committee or 3% whichever is the greater; and
- c) To any member of the Executive Committee of out-of-pocket expenses.

5. The Company is limited by contributions, and every member of the Company undertakes to contribute to the assets of the Company, in the event of the same being wound up during the time of the membership, or within one year after the member ceases to be a member, and of costs, charges and expenses of winding up, and for the adjustment of the rights of the contributors among themselves, such amounts and may be required not exceeding one Cayman Islands Dollar (CI\$1.00).
6. If upon winding up or dissolution of the Company there remains after the satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid to or distributed among the members of the Company but shall be given or transferred to the Ministry of the Cayman Islands Government responsible for Sports who will invest them in some form of securities until the re-establishment of the Company or similar Company, situated

in the Cayman Islands, having objects similar in whole or in part to the objects of the Company which shall prohibit the distribution of its or their income and property amongst its or their members to any extent at least as great as imposed on the Company under or by virtue of clause (3), such association or associations to be determined by the members of the Company at or before the time of dissolution and if so far as effect cannot be given to such provision then to such charitable object and in such manner as the Governor-in-Council may direct.

7. No addition, alteration or amendment shall be made to or in the provisions of the Memorandum of the Company for the time being in force unless the same shall have been previously submitted to and approved by the Governor-in-Council. Subject as aforesaid, the Company may add to, alter or amend the provisions of this Memorandum in the manner set out in the Articles of Association of the Company.

ARTICLES OF ASSOCIATION
FOR THE
CAYMAN ISLANDS FOOTBALL ASSOCIATION (CIFA)

GENERAL PROVISIONS

NON-DISCRIMINATION & STANCE AGAINST RACISM

- (I) The Company is neutral in matters of politics and religion.
- (II) Discrimination of any kind against a country, private person or groups of people on account of ethnic origin, gender, language, religion, politics or any other reason is strictly prohibited and punishable by suspension or expulsion.

LAWS OF THE GAME

- (I) The Company and each of its members 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.

CONDUCT OF BODIES AND OFFICIALS

The bodies and Officials of the Company must observe the Statutes, regulations, decisions and Code of Ethics of FIFA, CONCACAF and the Company in their activities.

1. MEMBERSHIP
ARTICLE I

1.1 The Company shall consist of such properly constituted bodies playing Company Football and being qualified according to the rules, regulations and bye-laws of the Company as the Congress may approve.

1.1.1 A properly constituted body shall be such clubs or groups not being less than twenty (20) in members and which are governed by An Executive Committee governed by a common set of rules, and whose members shall include a President, Vice President, General Secretary, Treasurer and Technical Director.

1.1.2 The members of the Company have the following obligations:

1.1.2.1 To ensure the election of its decision making bodies;

1.1.2.2 To pay their membership subscriptions;

1.1.2.3 To respect their Laws of the Game as laid down by IFAB and to ensure that these are also respected by its members through a statutory provision.

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

1.2 Membership may comprise:

1.2.1 Full Membership.

1.2.2 Associate Membership.

1.2.3 Special Membership.

1.2.4 Honorary Membership.

2. FULL MEMBERSHIP

ARTICLE II

2.1 Full Membership may be granted to a club or other properly constituted body through authorized representatives on the approved application form to the Congress on the following conditions:-

2.1.1 That it subjects itself to the constitution, statutes, regulations and resolutions of FIFA, CONCACAF, CFU and the Company.

2.1.2 That it complies with all decisions of FIFA, CONCACAF, CFU and the Company.

2.1.3 That it submits to the General Secretary an up to date copy of its constitution and there after gives immediate notification of any change or changes to the said constitution.

- 2.1.4 That it pays:-
- (a) An affiliation fee as may be determined by the Congress from time to time.
 - (b) An annual registration fee for the registration of players, coaches, and managers as the Congress may determine from time to time.
- 2.2 The annual registration fee must be paid on or before the last day of July of each year. However, the Executive Committee upon reasonable explanation being given by any Full Member for its failure to pay its registration fee by the date specified, may in its discretion, extend the time to permit payment of the said registration by the member.
- 2.3 A Full Member must submit annually to the General Secretary within six (6) weeks of its Annual General Meeting: -
- 2.3.1 A report of its Annual General Meeting;
 - 2.3.2 A statement of its financial standing. (Statement of Financials which are defined as including an income statement and a balance sheet that is drafted in accordance with US GAAP or UK GAS). The CIFA Executive Committee reserves the right to withhold any prize monies from any club, team or individual if the respective club fails to comply with the requirements listed in article 2.3;
 - 2.3.3 A list of its officers;
 - 2.3.4 A list of the Club's managerial/technical staff;
 - 2.3.5 Its official address or the name and address of the person responsible for conducting business on its behalf.
- 2.4 Full Membership is subject to review by the Executive Committee from time to time.
- 2.5 The Executive Committee of the Company is empowered to grant provisional membership which shall exist until the application is submitted to the next meeting of the Congress.
- 2.6 The Cayman Islands Referee's Association (CIRA) shall be a Full Member of the Company.

2.7 The Cayman Brac Area Committee shall be a Full Member.

3. **ASSOCIATE MEMBERSHIP**
ARTICLE III

3.1 Associate Membership may be of three (3) types:-

- 3.1.1 Single Club or Group.
- 3.1.2 League or Association of Clubs/Groups.
- 3.1.3 Professional Groupings.

3.2 Associate Membership may be granted to a club or other properly constituted body through authorized representatives on the approved application form to the Congress on the following conditions:-

- 3.2.1 That it subjects itself to the constitution, statutes, regulations and resolutions of FIFA, CONCACAF, CFU and CIFA.
- 3.2.2 That it complies with all the decisions of FIFA, CONCACAF, CFU and the Company.
- 3.2.3 That it submits to the General Secretary an up to date copy of its constitution and thereafter gives immediate notification of any change or changes to the said constitution.
- 3.2.4 That it pays:-
 - (a) An affiliation fee as may be determined by the Congress from time to time.
 - (b) An annual registration fee for the registration of players, coaches, and managers as the Congress may determine from time to time.

3.3 The annual registration fee must be paid on or before the last day of July of each year. However, the Executive Committee upon reasonable explanation being given by any Full Member for its failure to pay its registration fee by the date specified, may in its discretion, extend the time to permit payment of the said registration by the member.

- 3.4 An Associate Member must submit annually to the General Secretary within six (6) weeks of its Annual General Meeting:-
- 3.4.1 A report of its Annual General Meeting;
 - 3.4.2 A statement of its financial standing. (Statement of Financials which are defined as including an income statement and a balance sheet that is drafted in accordance with US GAAP or UK GAS). The CIFA Executive Committee reserves the right to withhold any prize monies from any club, team or individual if the respective club fails to comply with the requirements listed in article 2.3.;
 - 3.4.3 A list of its officers;
 - 3.4.2 A list of its member clubs or groups;
 - 3.4.3 A list of its managerial/technical staff;
 - 3.4.4 Its official address or the name and address of the person responsible for conducting business on its behalf.
- 3.5 An Associate Member may be represented at meetings of the Congress and shall be entitled to one vote per Associate Member.
- 3.6 Provision must be made in the Constitution of an Associate Member permitting appeals by its members to the Company against decisions of the Associate Member. There shall be no appeal against the decision of the Company.

4. **SPECIAL MEMBERSHIP**
ARTICLE IV

- 4.1 The Congress on the advice of the Executive Committee, is empowered to grant Special Membership to leagues, associations of clubs/groups or to groups from time to time as the Congress may so determine.
- 4.2 The terms and conditions for such affiliation shall be determined by the Executive Committee.

5. **HONORARY MEMBERSHIP**

ARTICLE V

- 5.1 An Honorary Member may be elected at General Meetings by a majority vote of members present and eligible to vote. Such Honorary Member shall be a person who has made outstanding contributions to the welfare of football generally, and to the Company in particular.
- 5.2 Living Honorary Members shall not exceed ten (10) in number at any one time and although the Honorary Members are free to attend meetings of the Company they cannot vote at such meetings or hold office in the Company.

6. RESPONSIBILITY OF MEMBERSHIP
ARTICLE VI

- 6.1 CIFA's Obligation to FIFA

CIFA has the following obligations:

- 6.1.1 to comply fully with the statutes, regulations, directives and decisions of FIFA bodies at any time;
- 6.1.2 to take part in competitions organized by FIFA;
- 6.1.3 To pay its membership subscriptions;
- 6.1.4 To ensure that CIFA's members comply with the statutes, regulations, directives and decisions of FIFA bodies;
- 6.1.5 To respect the laws of the game;
- 6.1.6 To comply fully with all other duties arising from the FIFA statutes and other regulations.
- 6.2 Each member must ensure that the representative(s) it has appointed to bodies of the Company, exercise this function with due respect and attention, reporting faithfully the decisions taken by these bodies.
- 6.3 No individual associated with the a member shall have any right to or in the funds or other property whatsoever of the Company nor have any claim whatsoever against the Company, its committees, officers or members by mere

virtue of its membership in the member or the member's membership in the Company.

6.4 Whenever any member is in arrears with the Company for whatever reason such member shall cease to enjoy the rights and privileges of membership and shall have no right to or in the funds or other property of the Company nor be entitled to bring any claim or action whatsoever against the Company, its committees, officers or members with respect to any matter arising out of or in anyway connected with such membership or the rights or privileges ensuing there from until such arrears are fully paid up.

6.5 Status of Clubs, Leagues, Regional Associations and other groups of Clubs

6.5.1 Clubs, Leagues, Regional Associations and any other groups of Clubs affiliated to the Company shall be subordinate to and recognized by the Company. 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 Executive Committee of the Company.

6.5.2 All members of the Company should take all decisions on any matters regarding their membership independently of any external body. This obligation applies regardless of an affiliated club's corporate structure. In any case, the Member shall ensure that neither a natural nor a legal person (including holding companies and Subsidiaries) shall exercise control over more than one Club or group whenever the integrity of any match or competition could be jeopardized.

7. APPLICATION FOR MEMBERSHIP
ARTICLE VII

7.1 New Clubs wishing to take part in the Company's competitions must apply on the approved form to the General Secretary of the Company on or before the last day of June of the year.

7.2 The Executive Committee shall examine all applications for membership and make recommendations to the Congress regarding the acceptance, deferment or rejection of any application. Any candidate whose application has been rejected shall not be eligible to re-apply until the expiration of twelve (12) months from the date of application.

8. ORGANIZATION
ARTICLE VIII

8.1 The business of the Company shall be directed and administered by the following:-

8.1.1 The Congress in General Meetings.

8.1.2 An Executive Committee.

8.1.3 Cayman Brac Area Committee.

9. COMPOSITION OF GENERAL MEETINGS
ARTICLE IX

9.1 Those eligible to attend include:-

9.1.1 The members of the Company.

9.1.2 The Executive Committee.

9.1.3 Such observers as may be agreed by the Executive Committee.

9.2 The name of the voting delegate from each Full Member must be sent on the member's stationary from the member's president or secretary to the General Secretary before the opening of the General Meeting.

9.3 No delegate shall be allowed to represent more than one member.

10. GENERAL MEETING
ARTICLE X

10.1 The members in General Meeting shall be the legislative body of the Company and as such the supreme authority.

10.2 The ordinary Annual General Meeting is convened by the executive committee once a year, and within the six months following the end of the financial year.

- 10.3 The General Secretary shall give one months (30 clear days) notice in writing to all officers, members of the Company and others entitled to notification, informing them of the date, time and venue of such meeting. He shall provide printed copies of the previous minutes, the Congress's annual report, the audited financial statements and the agenda specifying the business to be transacted at the meeting and a list, at least fourteen (14) days before the meeting showing:-
- 10.3.1 The Officers.
 - 10.3.2 The Members of the Company.
 - 10.3.3 Other affiliated bodies to the Company.
- 10.4 Nominations for the officers must reach the General Secretary seven (7) days before the date of the Annual General Meeting at which officers are to be elected, the nominee must be a 'bonafide' delegate of one of the member group or club. He must make these known to the officers, members of the Congress and members affiliated to the Company at least three (3) days before the date of the AGM at which Officers are to be elected.
- 10.5 If no nominations are received by the stipulated time for any office or if a person nominated for an office declines, leaving an office vacant the meeting can accept nominations.
- 10.6 All nominations must have two (2) Proposers and two (2) Seconders and be agreed upon by the nominee.
- 10.7 Full Members of the Company and the Executive Committee are those entitled to make nominations.
- 10.8 The agenda for the Annual General Meeting shall be as follows:-
- 10.8.1 Roll Call.
 - 10.8.2 Confirmation of Minutes.
 - 10.8.3 Business arising from the Minutes.
 - 10.8.4 Presentation of the Annual Report.
 - 10.8.5 Presentation of the Audited Financial Statements.
 - 10.8.6 Appointment and approval of Auditors.
 - 10.8.7 Proposed amendments to the Constitution.
 - 10.8.8 Election of Officers (as necessary).
 - 10.8.9 Application and resignation of members.
 - 10.8.10 Any other business of which due notice has been given.

- 10.9 Notice of any motion or resolution to be moved at the Annual General Meeting must be submitted to the General Secretary at least twenty-one (21) days in advance of the meeting.
- 10.10 An Extraordinary General Meeting (EGM) may be called by a special requisition made in writing by at least thirty-three and one-third percent (33 1/3%) of the Full and Associate Membership, stating specifically the business to be transacted. The names and signatures on this requisition must include at least one of the officers named in the list submitted under Article 2.3.3. No business other than that specifically placed on the agenda shall be discussed or debated at the meeting.
- 10.11 The quorum for General Meetings shall be fifty-one percent (51%) of the total of the Full Membership.
- 10.12 If a quorum is not present half (1/2) an hour after the time appointed for an AGM, the AGM shall be adjourned for the same time and day of the following week, at the same place, and if at the adjourned AGM a quorum is not present half (1/2) an hour after the time appointed, the members present shall form a quorum. This principle shall not apply to other General Meetings. Should this occur the General Meeting shall be cancelled, with no business being transacted.

11.0 VOTING AT GENERAL MEETINGS
ARTICLE XI

- 11.1 The persons entitled to vote are the Full and Associate Members of the Company.
- 11.2 Vote, delegates, observers
- 11.2.1 Each member has one vote in the Congress and is represented by its delegates. Only the members present are entitled to vote. Voting by proxy or by letter is not permitted;
- 11.2.2 Delegates must belong to the member club that they represent and be appointed by the appropriate body of that member club;

- 11.2.3 During their term of office, members of the CIFA Executive Committee may not be appointed as delegates of their respective member club;
- 11.2.4 The President shall conduct the Congress business in compliance with the standing orders of the Congress.
- 11.3 The officers of the Company are not entitled to vote at any general meeting.
- 11.4 Voting by letter or proxy is not allowed.
- 12.0 OFFICERS OF THE ASSOCIATION**
ARTICLE XII
- 12.1 The Officers of the Association shall be:-
- 12.1.1 A President.
 - 12.1.2 A First Vice President.
 - 12.1.3 A Second Vice President.
 - 12.1.4 A Treasurer.
 - 12.1.5 A General Secretary.
 - 12.1.6 An Assistant Secretary, Administration.
 - 12.1.7 A Deputy General Secretary.
- 12.2 The above named officers, other than the General Secretary shall be elected every four (4) years at the Annual General Meeting.
- 12.2.1 The election of these officers shall be staggered. A format shall be agreed by the Executive Committee and ratified by the Congress.
- 12.3 A firm of qualified accountants or two (2) qualified accountants who hold no office in the Company shall also be appointed auditors at the same meeting.
- 12.4 All outgoing officers and auditors shall be eligible for re-election and/or re-appointment.
- 12.5 If an officer or other member of the Executive Committee is absent from three (3) consecutive meetings of the Executive Committee without excuse acceptable to the Executive, he shall automatically forfeit his position

and the Congress shall elect another person to serve for the remainder of the term.

13. **DUTIES AND RESPONSIBILITIES OF OFFICERS**
ARTICLE XIII

THE PRESIDENT:

- 13.1 The President shall preside at all General Meetings and Executive Committee Meetings of the Company. In his absence the First Vice President shall preside at the above meetings. If the First Vice President is also absent then the Second Vice President will preside. In the absence of the President and the two Vice Presidents, a Chairman shall be elected from among the persons present and entitled to vote at the meeting.
- 13.2 The President is the Chief Executive Officer of the Company.

THE VICE PRESIDENTS:

- 13.3 The Vice Presidents shall be responsible for:-
- 13.3.1 Technical and Development;
 - 13.3.2 Competitions and Tournaments.

At the first meeting after the Annual General Meeting the President shall assign to each Vice President a specific area of responsibility.

THE TREASURER:

- 13.4 The Treasurer shall keep such books of account as the Congress may direct and shall record therein all financial transactions entered into by him in his capacity as treasurer. He shall demand and issue receipts for monies paid and received by him in the name of the Company. The book shall be open for inspection at anytime by any member of the Company after giving fourteen (14) days notice of such a request.
- 13.5 The Treasurer shall prepare and present to the Congress at its Annual General Meeting a statement of accounts and balance sheet of the Company's business to the end of the respective financial year. Such accounts and balance sheet

shall be examined and certified by a firm of qualified accountants or two (2) qualified accountants who hold no office in the Company.

THE GENERAL SECRETARY:

- 13.6 The General Secretary shall be appointed by the President of the Company and ratified by the membership in Congress. The General Secretary is the Chief Administrative Officer of the Company.
- 13.7 The General Secretary shall keep such books as the Congress may direct. In one of these books he shall record the business transacted at all General and Executive Committee Meetings of the Company.
- 13.8 The General Secretary shall also conduct the correspondence of the Company.
- 13.9 The General Secretary shall act as a link between the Executive Committee, the Congress and all Committees. He shall be responsible to the Executive Committee for the administration and the work of the staff of the Secretariat.
- 13.10 The General Secretary shall recommend to the Executive Committee persons to be appointed to the staff of the General Secretariat.

THE ASSISTANT SECRETARY (ADMINISTRATION):

- 13.11 The Assistant Secretary (Administration) shall keep such books as are entrusted to him by the General Secretary for recording the minutes of all meetings.
- 13.12 The Assistant Secretary (Administration) shall generally assist the General Secretary, but shall be specifically responsible for the registration of players and related matters.
- 13.13 The Assistant Secretary (Administration) shall liaise with the Secretary of Cayman Brac Area Committee.

THE DEPUTY GENERAL SECRETARY:

13.14 The Deputy General Secretary shall be responsible to the General Secretary for the equipment, match schedules and facilities of the Company.

14. THE CONGRESS
ARTICLE XIV

14.1 The Congress shall comprise the members of the Executive Committee and one (1) accredited representative from each of the Full Members and Associate Members. The Honorary Members may attend meetings of the Congress but without the right to vote.

14.2 The quorum for the Congress meetings shall be fifty-one percent (51%) of the Full members, but must include at least two (2) officers.

14.3 The Congress shall meet in general meeting at least twice yearly.

14.4 The Congress at its first meeting after the Annual General Meeting shall ratify the Chairpersons of the Youth, Women's and Referee's Committees, who together with the officers shall comprise the Executive Committee.

14.5 The General Secretary shall give one months (30 clear days) notice in writing to all members of the Congress of the date, time and venue of the ordinary general meeting of the Congress. He shall include in this notice among other things the agenda, the minutes of the last meeting of the Congress, a report of the Executive Committee and reports from Standing Committees.

14.6 All decisions of the Congress shall be binding upon all members and shall so remain unless or until such decisions are rescinded or varied at a subsequent meeting of the Congress by a three-fourths (3/4) majority vote of the members present and voting.

14.7 The Auditors shall audit the accounts of the Company whenever the Congress may so direct, but will do so at least once annually. This annual audit should be completed for presentation to the AGM within the time frame outlined in Article X paragraph 3, but nevertheless before the meeting itself.

- 14.8 Elections at Congress shall be conducted by secret ballot.
- 14.9 For a person to be elected, an absolute majority (50% +1) of the votes recorded and valid is necessary in the first ballot. In the second and any other requisite ballot, a simple majority of the votes recorded is sufficient.
- 14.10 If there are more than two candidates for one available position, the candidate that obtains the lowest number of votes is eliminated as from the second ballot until only two candidates are left.

15. THE EXECUTIVE COMMITTEE
ARTICLE XV

- 15.1 The Executive Committee shall comprise the officers of the Company, the President of the Cayman Islands Referee's Association (CIRA) and the Chairpersons of the Youth and Women Committees. The CIRA President and Youth and Women Chairpersons shall be appointed at the ordinary general meeting of Congress.
- 15.2 The President represents the Company legally and is entitled to sign for the Company. The Executive Committee may set up internal organization regulations regarding the joint signature of officers, in particular, in the case of the President's absence and concerning all important business of the Company.
- 15.3 The General Secretary shall take part in meeting of the Executive Committee but without voting rights.
- 15.4 Fifty one percent (51%) of the membership shall form a quorum.
- 15.5 The Executive Committee shall be responsible for:-
- 15.5.1 The day to day activities of the Company;
 - 15.5.2 Presenting reports of its activities to the quarterly meetings of the Congress;
 - 15.5.3 The arrangement of match schedules for the competitions of the Company;

- 15.5.4 The budgeting and finance of the Company;
 - 15.5.5 The appointment of such committees and sub-committees as it may deem necessary;
 - 15.5.6 The appointment of all paid staff, other than the General Secretary;
 - 15.5.7 The appointment of the technical director, the national coach and assistant national coaches, the managers of teams and the assistant managers and such officials that it may deem necessary for the efficient and effective management of each national team. The persons so appointed shall hold office at the pleasure of the Company;
 - 15.5.8 The form and nature of all competitions organized by the Company and/or its affiliates;
 - 15.5.9 The selection and design of the national uniforms.
- 15.6 The Executive Committee shall be empowered to take decisions on all matters, which are not exclusive to the Congress and/or the General Meeting with the exception of matters referred by the Constitution to other judicial bodies.
- 15.7 The Executive Committee shall, in principle, meet at least once per month.
- 15.8 At the request of fifty-one percent (51%) of its membership the President must convene an extra-ordinary meeting of the Executive Committee.
- 15.9 The Executive Committee shall appoint delegates to:-
- 15.9.1 FIFA
 - 15.9.2 CONCACAF
 - 15.9.3 CFU
 - 15.9.4 CIOC
 - 15.9.5 Any other organization

16. CAYMAN BRAC AREA COMMITTEE
ARTICLE XVI

- 16.1 Cayman Brac Area Committee (CBAC) shall comprise six (6) persons, five (5) of whom shall be elected at an Annual General Meeting while the other shall be appointed by the Executive.
- 16.2 The below named officers shall be elected every two (2) years at the Annual General Meeting of the area. All outgoing elected officers are eligible for re-election. Voting shall be by secret ballot.
- 16.3 The Company shall act through its Area Committee which shall comprising the following Officers:-
- 16.3.1 A Chairman.
 - 16.3.2 A Deputy Chairman.
 - 16.3.3 A Secretary.
 - 16.3.4 An Assistant Secretary.
 - 16.3.5 A Treasurer.
 - 16.3.6 An Ordinary Member (appointed).
- 16.4 An officer or member of the Area Committee who is absent from three (3) consecutive meetings of the Area Committee, shall automatically forfeit the position and the Executive shall appoint an individual to fill the vacancy for the remainder of the term. In the absence of the Cayman Brac Area Committee the Executive Committee shall take the appropriate steps.
- 16.5 Subject to the Congress, the Area Committee shall be the governing body of the Area but may appoint other committees from time to time as the exigencies of its operation warrant.
- 16.6 The Area Committee shall meet at least once per month and at such meetings three (3) members shall form a quorum.
- 16.7 The powers and duties of the Area Committee shall be as follows:-
- 16.7.1 To carry out the directives of the Congress;
 - 16.7.2 To organize and supervise games played in the area on behalf of the Company;
 - 16.7.3 To submit to the Congress at least a quarterly report of its activities and a statement of its financial position;

- 16.7.4 To investigate and determine matters of discipline and matters of Area concern and forthwith to report there on to the Executive Committee;
- 16.7.5 To convene meetings of all club in the Area at least once quarterly. The Secretary shall give at least five (5) days notice in writing to all officers and members;
- 16.7.6 To make recommendations with respect to the applications of new members.

17. STANDING COMMITTEES AND JUDICIAL BODIES
ARTICLE XVII

- 17.1 The Standing Committees Shall be:-
 - 17.1.1 Players Status
 - 17.1.4 Sports Medicine
 - 17.1.5 Competition and Tournament
 - 17.1.6 Technical and Development
 - 17.1.7 Women's Football
 - 17.1.8 Youth
 - 17.1.9 Referees
 - 17.1.10 Finance
 - 17.1.11 Selection
 - 17.1.12 Public Relations
- 17.2 The Judicial Bodies Shall be:-
 - 17.1.2 Disciplinary
 - 17.1.3 Appeals
- 17.3 The Chairman of each Standing Committee and Judicial Body shall be appointed for a term of office of one (1) year by the President. Each Standing Committee shall have at least one (1) member of the Executive Committee. Each Judicial Body shall have no member of the Executive Committee.
- 17.4 Each Chairman shall represent his Committee/Body, see that its business is properly conducted, fix the date of the meetings in conjunction with the General Secretary and report to the Executive Committee, through the General Secretary, on its work.

- 17.5 Each Committee/Body may appoint after consultation with the General Secretary, a sub-committee and wherever necessary an ad hoc committee for emergency cases.
- 17.6 The President, General Secretary and Treasurer are ex-officio members of all Standing Committees but not the Judicial Bodies and may delegate their responsibilities to a Vice President or an Assistant Secretary as the case may be.
- 17.7 The President of the Association shall appoint members to the Standing Committees and Judicial Bodies. These names shall then be presented to the Congress for ratification. In the event that a ratified individual fails, for whatsoever reason, to fulfill their duties, the President without consent of the Congress can appoint a replacement who shall serve until the anniversary of the original appointment.
- 17.8 The quorum for all Standing Committees and Judicial Bodies shall be a simple majority.

18. THE PLAYERS' STATUS COMMITTEE
ARTICLE XVIII

- 18.1 The Players' Status Committee shall consist of a Chairman, the Assistant Secretary (Administration), a Deputy Chairman and three (3) members.
- 18.2 The duties of the Players' Status Committee shall be:-
- 18.2.1 To examine general problems regarding registration and the status of players;
- 18.2.2 To advise the Executive Committee on the interpretation of the regulations regarding the eligibility status or transfer of players;
- 18.2.3 To decide on the status of players for different competitions organized at local and international levels and to ensure that the conditions set out for participation in these competitions are met by all players involved;

- 18.2.4 To investigate and decide upon disputed transfers submitted to the Company in compliance with the provisions governing this matter.
- 18.3 The Committee shall deal in principle only with cases submitted through the members.
- 18.4 Coaches are classified as players as far as the constitution is concerned.
- 18.5 An appeal may be lodged with the Executive Committee against any decision made by the committee.

19. THE DISCIPLINARY COMMITTEE
ARTICLE XIX

- 19.1 The Disciplinary Committee shall consist of a Chairman and eight (8) other persons. Such persons shall not be a person whose name is on the list of any member of the Company or a sitting member of the Executive Committee. A minimum of three (3) members must be present at any meeting to constitute a quorum.
- 19.2 The operation of the Disciplinary Committee shall be governed by the Rules of Procedure as prescribed by Appendix 'A' of these rules.
- 19.3 Its' duties shall be:-
 - 19.3.1 To deal with all disciplinary cases or incidents brought to its attention;
 - 19.3.2 To deal with infringements of FIFA instructions and regulations at matches and competitions of the Company;
 - 19.3.3 To deal with disciplinary matters determined by its affiliates;
 - 19.3.4 To take appropriate disciplinary action, in accordance with the list of disciplinary measures (Article 37.1) against clubs, officials, member, coaches, players or officers of the Company who act in contravention of their duties and responsibilities in competition of the Company or

in a manner which may be considered likely to bring the Company into disrepute.

- 19.4 Should a member of the Disciplinary Committee be directly concerned in any matter before the Committee he shall not sit on the Committee during the hearing of the matter and a substitute will be appointed to take his place by the President of the Company.
- 19.4 The decision of the Disciplinary Committee shall be final subject only to appeal to the Appeals Committee within forty-eight (48) hours. The Disciplinary Committee shall have the power to impose penalties set out in Article 37.
- 19.5 The decision making process of the Disciplinary Committee shall be independent from influences of all internal and external bodies.

20. THE APPEALS COMMITTEE
ARTICLE XX

- 20.1 The Appeals Committee shall consist of three (3) persons. Such persons shall not be a person whose name is on the list of any member of the Company or a sitting member of the Executive Committee.
- 20.2 It shall hear appeals lodged against decisions by the Disciplinary and the Executive Committee.
- 20.3 Decisions pronounced by the Appeal Committee shall be binding on all the parties concerned.
- 20.4 The function of the Appeals Committee and the procedure to be followed shall be contained in special regulations (Appendix "B") drawn up by the Executive Committee.
- 20.5 The decision making process of the Appeals Committee shall be independent from influences of all internal and external bodies.

21. THE SPORTS MEDICINE COMMITTEE
ARTICLE XXI

- 21.1 The Sports Medicine Committee shall consist of a Chairman, a Deputy Chairman and the number of members that may be

deemed necessary, by the Executive Committee. Doctors of medicine, physiotherapists and trainers should be included among the members of this Committee.

- 21.2 The duties of the Sports Medicine Committee shall be:-
- 21.2.1 To act as an advisory board for CIFA Executive Committee on every aspect of medicine, physiology and hygiene;
 - 21.2.2 To organize seminars/workshops for all groups involved in the sport;
 - 21.2.3 To develop and use scientific experience in the field of physiology, medical control, training theories, psychology and hygiene;
 - 21.2.4 To draw up a guide for footballers to improve their athletic ability, physical fitness and performance capacity;
 - 21.2.5 To draw up a medical guide for use by coaches, players and referees;
 - 21.2.6 To prepare memoranda on diet and nourishment for footballers giving appropriate recommendations;
 - 21.2.7 To prepare memoranda for trainers and coaches on the physical preparation of footballers;
 - 21.2.8 To prepare memoranda on general aspects of sports hygiene and in particular, the effects of certain substances on the body (alcohol, nicotine, medicants, doping, etc.);
 - 21.2.9 To issue instructions regarding medical facilities to be made available at local and international matches and tournaments;
 - 21.2.10 To investigate types of injuries suffered during football matches and to issue recommendations for improved prevention or treatment of such injuries;
 - 21.2.11 To be aware of the regulations on doping control drawn up by FIFA for its competitions and to make checks to ensure that they are being observed.

22. THE REFEREES COMMITTEE
ARTICLE XXII

22.1 The Referees Committee shall consist of a Chairman and four (4) other persons. At least three (3) of these members shall be appointed from among the members of the recognized referees body after consultation with the President.

22.2 The duties of the Referees Committee shall be:-

22.2.1 To make decisions and useful explanations regarding the application of the laws of the game;

22.2.2 To compile a list of referees qualified to supervise international matches from among the nominations submitted by the recognized referee body;

22.2.3 To establish as far as possible uniformity in methods of refereeing and implementation of the laws;

22.2.4 To organize courses for referees and for those responsible for the education and the preparation of referees;

22.2.5 To draw up inspector standards for referees to ensure that there is uniformity in the assessing of referees;

22.2.6 To appoint on the advice of the recognized referee body, the referees for matches organized by the Company or for any other matches or tournaments, whenever requested to do so;

22.2.7 To establish a group of lecturers who, from time to time and according to the exigencies will take part in courses and conferences organized by the Referees Committee;

22.2.8 To prepare and publish memoranda and to produce books, booklets, films and other visual aids;

22.2.9 To ensure that Cayman Brac Area Committee has a properly constituted Referees Committee and to

ascertain that this committee function satisfactorily;

22.2.10 Generally to do all things to promote a harmonious working relationship between the Company and the recognized referee body.

23. THE TECHNICAL AND DEVELOPMENT COMMITTEE
ARTICLE XXIII

23.1 The Technical and Development Committee shall consist of the Vice President responsible for technical and development as Chairman, a Deputy Chairman and the number of members that may be deemed necessary.

23.2 The duties of the Technical and Development Committee shall be:-

- 23.2.1 To advance the training methods of football teams;
- 23.2.2 To take all responsible measures to improve the qualification of coaches;
- 23.2.3 To resolve questions of the theory and practice of football;
- 23.2.4 To take all possible measures to promote familiarization with and experience in teaching football;
- 23.2.5 To organize courses/conferences for instructors, trainers, coaches and administrators;
- 23.2.6 To compile material on teaching and coaching techniques for footballers, trainers, coaches and referees;
- 23.2.7 To provide the assistance necessary for the production of didactic films;
- 23.2.8 To issue memorandum occasionally regarding technical assistance and grants, which have been given or are to be given towards any development project;

- 23.2.9 To be responsible for editing the technical section of official CIFA publications;
- 23.2.10 To recommend coaches, instructors or trainers to clubs and for national duty;
- 23.2.11 To examine any problems regarding football pitches;
- 23.2.12 To compile a list of qualified trainers and coaches;
- 23.2.13 To do such technical and/or development matters which might be referred to it from time to time.

24. WOMEN'S FOOTBALL COMMITTEE
ARTICLE XXIV

- 24.1 The Women's Football Committee shall comprise a Chairman, Deputy Chairman and the number of members deemed necessary.
- 24.2 The duties of the Women's Football Committee shall be:-
 - 24.2.1 To promote and encourage the development of women's football at district and national level;
 - 24.2.2 To be responsible for the organization of competition for women's football;
 - 24.2.3 To deal with all matters regarding women's football.

25. YOUTH COMMITTEE
ARTICLE XXV

- 25.1 The Youth Committee shall consist of a Chairman, the Vice-President for technical and development and any number of members that may be deemed necessary.
- 25.2 The duties of the Youth Committee shall be:-
 - 25.2.1 To seek and encourage participation of all youth in the game of football;

- 25.2.2 To take all responsible measures for the proper development of youth football;
- 25.2.3 To be responsible for the organization of youth competitions;
- 25.2.4 Generally to deal with all matters regarding youth football and its proper development.

26. THE COMPETITIONS AND TOURNAMENT COMMITTEE
ARTICLE XXVI

- 26.1 The Committee shall consist of the Vice President responsible for competitions and tournaments as the Chairman and six (6) other persons.
- 26.2 The duties of the Competitions and Tournament Committee shall be:-
 - 26.2.1 To be responsible for the organization of all CIFA competitions and tournaments in accordance with the regulations governing each competition or tournament.
 - 26.2.2 To propose to the Executive Committee amendments which it considers should be made to the regulations of the Company's competitions and/or tournaments.
 - 26.2.3 To be responsible for the production and publication of an official report on each tournament or competition of the Company. This report should include all the relevant statistics.

27. THE FINANCE COMMITTEE
ARTICLE XXVII

- 27.1 The Finance Committee shall consist of the President as Chairman, a Deputy Chairman, the General Secretary, the Treasurer and three (3) other members chosen from among the members of the Executive Committee.
- 27.2 The duties of the Finance Committee shall be:-

- 27.2.1 To control the financial administration of the Company;
- 27.2.2 To prepare the Budget of the Executive Committee and to examine those of the various standing and ad hoc committees and to submit them for approval to the Executive Committee;
- 27.2.3 To supervise the financial accounts of the committees and to authorize the Treasurer to make payment after verification.

28. THE SELECTION COMMITTEE
ARTICLE XXVIII

- 28.1 The Selection Committee shall comprise a Chairman, the national coach and any number of members that may be deemed necessary by the Congress.
- 28.2 The duties of the Selection Committee shall be:-
 - 28.2.1 The selection of the national squads (senior and junior, male and female) for training;
 - 28.2.2 Organize and supervise screening programmes;
 - 28.2.3 Recommend, after consultation with the respective coach, player(s) to join the national squad.

29. THE PUBLIC RELATIONS COMMITTEE
ARTICLE XXIX

- 29.1 The Public Relations (PR) Committee shall comprise the President as Chairman, the General Secretary and three (3) other members.
- 29.2 The duties of the Public Relations Committee shall be:-
 - 29.2.1 To advise on matters involving public relations and work with the news media.

29.2.2 To develop proposals regarding the Company' publications and if need be assist in their conception and preparation.

29.2.3 To prepare and to have carried out the accreditation procedure for media representatives and to supervise the organization of the media.

29.3 At the suggestion of the Committee the General Secretary may co-opt persons for special duties for a specific period.

30. COMPETITIONS
ARTICLE XXX

30.1 The Company shall, in its own right, conduct each year such competitions as it may deem practicable. These competitions shall be for the participation of the Company's members only and shall be played under such rules and regulations set down by FIFA for the conduct of association football.

30.2 The Executive Committee is empowered to determine the form and structure of all competitions of the Company.

30.3 The absolute control of these competitions is the Company's but it may delegate authority to such of its members or committees to organize and control these competitions as may be deemed necessary.

31. REGISTRATION OF PLAYERS
ARTICLE XXXI

40.1 Registration will only be allowed during the registration periods that have been set in the rules of the competition as issued by the Company.

31.2 Each player wishing to play as an amateur or non-amateur in any competition organized or recognized by the Company must be registered with the Company using the prescribed registration form.

31.3 The fees for the registration of players, officials as well as for participation in competitions of the Company

shall be such fees as may be determined from time to time by the Congress.

- 31.4 Each club shall register with the Company its managerial, technical and sports medicine staff giving all relevant particulars of each official.
- 31.5 Players may be registered as "amateur" or "non-amateur". The terms amateur and non-amateur shall have the same definition as given by FIFA from time to time.
- 31.6 The registration period of a player shall be from the initial registration date until such date as the player has transferred to another club within the Company or to a club within the jurisdiction of another national association.
- 31.7 The Players Status Committee shall have the power to cancel the registration of a player at any time upon application of the player or of his club.
- 31.8 The signing of a second registration form before the Players Status Committee declares the current registration invalid is an offence.
- 31.9 A player seeking registration shall not be allowed to play for the club registering him until he has received his registration identification from the Company or received specific approval to play for the club pending receipt of his registration identification.
- 31.10 All players who are unregistered by July 31 and wishing to play competitive football may at the discretion of the Executive Committee or a Committee appointed by it for the purpose, be registered at any time thereafter, provided however, that no player will be eligible to play in any game until he has received his registration identification. Similar provisions shall apply for managerial and technical staff.
- 31.11 In the event of any dispute regarding the registration of a player the matter will be referred to the Player Status Committee who will determine the eligibility or otherwise of a players registration.

32. TRANSFER OF PLAYERS

ARTICLE XXXII

- 32.1 The employment of agents or intermediaries in the transfer of players is strictly forbidden.
- 32.2 An amateur or non-amateur player who is registered for a club in membership with the Company cannot qualify to be registered for a club of another National Association unless the latter has received an international transfer certificate issued by the Company.
- 32.3 The Company may not refuse to issue the international transfer certificate unless:-
- 32.3.1 The player who wishes to be transferred has not fulfilled his contractual commitment to the club he is leaving.
- 32.3.2 The new club with which the player wishes to conclude a contract refuses to include a clause permitting the release of the player whenever called upon by the Company to play for the national team (senior or junior).
- 32.3.3 A disagreement exists on the transfer of the player between the club the player wishes to join in the other national association and the club the player wishes to leave or the Company.
- 32.4 No registered player will be allowed to transfer from one club or area to another or from the Company to another national association without the specific permission of the Executive Committee of the Company. Such permission shall be in the form of a certificate of registration & transfer issued by the Company and no other association may register a player for one of its clubs before being in possession of the transfer certificate.
- 32.5 Transfer of players between clubs registered with the Company will only be allowed during the registration periods as determined within the rules of the competition as issued by the Company. No transfers will be allowed outside of these periods.
- 32.6 In the event of any dispute regarding the transfer of a player, the matter will be referred to the Player Status

Committee who will determine the eligibility or otherwise of the transfer in question.

33. PENALTY FOR UNREGISTERED PLAYERS
ARTICLE XXXIII

33.1 A member shall incur such penalty as the Executive Committee may decide if it permits the playing of an unregistered player or the use of a coach not registered with such member at any time, or of a player who has previously registered and played for another club in the same season and has not obtained permission as in Articles XXXI and XXXII.

34. RESTRICTION
ARTICLE XXXIV

34.1 The playing of matches arranged by private individuals or firms for the purpose of profits is strictly forbidden. The Company shall have the power to prohibit its member clubs and players under its jurisdiction from playing with or against any club or player who is not a member of the Company. Should any affiliate organize any match where revenue is collected other than its normal competitions, the Company shall be entitled to five percent (5%) of the gross taking or Two Hundred and Fifty (C.I.\$250) Cayman Islands Dollars whichever is greater.

34.2 Any player selected on a national squad with a view of undergoing a period of training for selection to play in an international match (FIFA interpretation) or in any match against foreign teams, either within or outside this country, and arranged by and under direct or indirect control of this Company, and without good and sufficient cause refuses to comply with the request of the Executive Committee and/or technical staff and/or technical director and/or national coach, may be adjudged by the Executive Committee to have been guilty of misconduct and shall be dealt with as the Executive Committee may determine. Any affiliate who may be deemed to have encouraged or instigated such player to commit a breach of instructions or rule shall be deemed guilty of a similar offence and shall also be dealt with as the Executive Committee may determine.

35. RESPONSIBILITY OF THE AREA COMMITTEE AND CLUBS
ARTICLE XXXV

35.1 The Area Committee and/or club shall be responsible to the Congress for the actions of the players, officials and spectators, and members are required to take all reasonable precaution necessary to prevent assaulting of players and officials during or at the conclusion of matches. Clubs shall also be held responsible for any misconduct or un-gentlemanly conduct of their coaches and other staff.

35.2 The Area Committee or club shall be guilty of misconduct if it fails to satisfy the Congress or a Commission thereof that it has taken all reasonable precautions to prevent disorderly behavior of any kind or the threatening and/or assaulting of officials and players before, during or after matches. The Area Committee and clubs are also required to prevent betting and the use of objectionable language.

36. OBSERVANCE OF RULES
ARTICLE XXXVI

36.1 Players, officials, coaches and spectators are allowed to participate only on condition that they observe the rules, regulations and bye-laws of the Company, and every member is required to observe and enforce such rules, regulations and bye-laws and may remove such persons from any ground and such force used as may be necessary for the purpose of effecting such removal.

37. PENALTIES
ARTICLE XXXVII

37.1 The disciplinary measures of the Company, which may be enforced are primarily:-

for natural and legal persons:

- 37.1.1 a warning;
- 37.1.2 a reprimand;
- 37.1.3 a fine;
- 37.1.4 the return of awards.

for natural persons:

- 37.1.5 a caution;
- 37.1.5 an expulsion;
- 37.1.6 a match suspension;
- 37.1.7 a ban from the dressing room and/or the substitutes bench;
- 37.1.8 a ban from entering the stadium;
- 37.1.9 a ban on taking part in any football-related activity.

for legal persons:

- 37.1.10 a transfer ban;
- 37.1.11 playing a match without spectators;
- 37.1.12 playing a match on neutral territory;
- 37.1.13 a ban on playing in a particular stadium;
- 37.1.14 annulment of the results of a match;
- 37.1.15 expulsion;
- 37.1.16 a forfeit;
- 37.1.17 deduction of points;
- 37.1.18 relegation to a lower division.

- 37.2 These disciplinary measures may be imposed on any member, coach, official, Area Committee, club, player or person who has violated the rules, regulations, bye laws or standing orders of the Company, failed in their duties to the Company, or in the opinion of the Executive Committee, the Disciplinary Committee or the Area Committee is guilty of misconduct. The Executive Committee shall have authority to impose fines not exceeding C.I.\$500.00, the Disciplinary Committee not exceeding C.I.\$500.00 and the Area Committee not exceeding C.I.\$300.00.

38. PROTESTS

ARTICLE XXXVIII

- 38.1 A protest is an objection taken on the field of play and referred to the referee at the time by the manager, coach or captain of a team to some measure which is considered to the contrary to established laws, rules and regulations and which the member is forced to submit involuntarily. A note to the effect should be made on the match card by the referee.

38.2 All protests must be lodged in writing to the General Secretary or the Secretary of the Area Committee within seventy-two (72) hours of the incident and must be accompanied by a fee of C.I.\$50.00 which shall be returned in the event the protest is upheld. Protests shall be dealt with by the Executive Committee and appeals arising therefrom will be dealt with as provided in Article XXXIX.

39. APPEALS
ARTICLE XXXIX

39.1 Appeals against the decision of the Executive Committee, the Disciplinary Committee and affiliated Organizations may be made to the Appeals Committee through the General Secretary. Unless the Congress so orders, the operation of such decisions shall not be suspended pending the hearing of an appeal.

39.2 Every appeal under this Article must be made within seven (7) days of the relevant decision and be accompanied by a deposit of C.I.\$100.00 which shall be return in the event the appeal is upheld. The appeal shall not be withdrawn except by leave of the Congress or the appellant, in which case the latter forfeits his deposit.

39.3 The making of an award shall be a condition precedent to any right of action whether seeking a declaration injunction or any other order or determination against or liability of the Company.

39.4 All members agree that where the rules of the Company are exhausted and dissatisfaction still exists, the matter in dispute shall be referred to the bodies to which the Company is affiliated. Any decision by FIFA is final.

40. COURT OF ARBITRATION FOR SPORTS (CAS)
ARTICLE XL

40.1 The Company, its Members, Players, Officials and match 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, CAONACAF or the Company.

- 40.2 The Company shall have jurisdiction on internal national disputes, i.e. disputes between parties belonging to the Company. FIFA shall have jurisdiction on international disputes i.e. disputes between parties belonging to different Associations and/or Confederations.
- 40.3 The Company and its members recognizes CAS as an independent judicial authority and agree to comply with the decisions passed by CAS.
- 40.4 Recourse to ordinary courts of law, by CIFA or its members, is prohibited unless specifically provided for in the FIFA regulations.
- 40.5 In accordance with Articles 59 and 60 of the FIFA Statues, any appeal against a final and binding FIFA decision shall be heard by the Court of Arbitration (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, or decisions passed by any independent and duly constituted Arbitration Tribunal of an Association or Confederation.
- 40.6 The Company 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 or CAS.
- 40.7 Only CAS is empowered to deal with appeals against decisions and disciplinary sanctions of the last instance, after all previous stages of appeal available at the FIFA, Confederation and Association level have been exhausted.

41. PRINCIPLE
ARTICLE XLI

- 41.1 The Company and its members agree to comply fully with any decisions passed by the relevant FIFA bodies which, per the FIFA statutes, are final and not subject to appeal.
- 41.2 The Company shall take every precaution necessary to ensure that its Members, Players and Officials comply with these decisions.

41.3 The same obligation applies to licensed match and players' agents.

42 **LOSS OF MEMBERSHIP**
ARTICLE XLII

42.1 A member may forfeit its membership with the Company:-

42.1.1 For non-payment of dues, subscriptions and other debts.

42.1.2 For infringement of the constitution, rules, regulations, bye-laws and standing orders of the Company.

42.1.3 By ceasing to fulfill the obligations of membership.

42.1.4 Where in the opinion of the Congress, the behavior of the club and/or its members has not been in the best interest of the Company and Company Football and that it is in such best interest to terminate the member's membership.

42.1.5 For not playing in competition during a season except where the Congress is given reason(s) it considers satisfactory.

42.2 The expulsion of a member for any of the above reasons must be a decree from the Congress. In the case of Clause 42.1.1, expulsion for non-payment of dues and subscription shall be automatic, unless the Congress in its discretion, extends the date for payment. In respect of the non-payment of other debts the resolution shall require a simple majority of those members present and entitled to vote. For Clauses 42.1.2, 42.1.3, 42.1.4 and 42.1.5 the resolution must receive the approval of two-thirds (2/3) of the persons present and entitled to vote.

42.3 If a member is expelled from the Company the players registered at that time shall not be eligible to play in any CIFA sanction competition until at least the commencement of the following season, or for whatever period deemed necessary by the Executive Committee.

- 42.4 The Congress is responsible for suspending a member. The Executive Committee may, however, suspend a member that seriously and repeatedly violates its obligations as a member with immediate effect. The suspension shall last until the next Congress, unless the Executive Committee has lifted it in the meantime.
- 42.5 A suspension shall be confirmed at the next Congress by a three quarter majority of the votes taken. If it is not confirmed, the suspension is automatically lifted.
- 42.6 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.
- 42.7 Members that do not participate in the sports activity of the Company for two consecutive years shall be suspended from voting at the Congress and their representatives shall not be elected or appointed until they have fulfilled their obligations in this respect.
- 42.8 A member may resign from the Company with effect from the end of the respective Company's year-end. Notice of resignation must reach the General Secretary no later than two months before the Company's year end.
- 42.9 The resignation is not valid until the member wishing to resign has fulfilled its financial obligations towards the Company and other members of the Company.

43. SUBMISSION OF RECORDS, DOCUMENTS, ETC
ARTICLE XLIII

- 43.1 At the hearing of any matter, the Congress, the Disciplinary Committee, the Area Committee or an Appeals Committee shall have power to call upon any member, player or official to produce any books, letters or documents or other evidence it may desire.

44. INDEMNITY
ARTICLE XLIV

- 44.1 Should an officer or Committee member of the Company be sued or charged in a court of law or incur costs, expenses

or other liabilities as a result of such suit or charge for an action authorized by the Company, the officer or member is entitled to be indemnified by the Company, provided such officer/member was considered to be acting reasonably in carrying out his functions.

45. RIGHTS AND AUTHORISATION
ARTICLE XLV

- 45.1 The Cayman Islands Football Association and its member clubs own the exclusive rights to broadcasts and transmissions of events coming under their jurisdiction via any audio visual and sound broadcasting media whatsoever whether live, deferred or excerpts.
- 45.2 The Executive Committee shall decide on the use of the rights in accordance with the existing statutes and regulations of FIFA and the relevant confederation.
- 45.3 The procedure of authorizing the transmission shall be the procedure issued by FIFA.
- 45.4 The Company and its members are the original owners of all 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.
- 45.5 The Executive Committee shall decide how and to what extent these rights are utilized and draw up special regulations to this end. The Executive Committee shall alone decide whether these rights shall be utilized exclusively, or jointly with a third party or entirely through a third party.
- 45.6 The Company and its members are exclusively responsible for authorizing the distribution of image and sound and other data carriers of football matches and events coming under their respective jurisdiction, without and restrictions as to content, time, place and technical and legal aspects.

46. **AMENDMENTS**
ARTICLE XLVI

46.1 The Annual General Meeting or any Special General Meeting summoned for that purpose shall have power to amend any of the rules of the Company provided always that not less than two-thirds (2/3) of those present and entitled to vote support such amendment. Notice of proposed amendments shall be given as provided for under Article X.

47. **MATTERS NOT PROVIDED FOR**
ARTICLE XLVII

47.1 All matters whether of procedure, line of appeal or otherwise whatsoever not provided for under these rules shall be dealt with and settled by or in the manner and by the persons appointed by the Congress. When the Congress settles a matter such decision shall be final and binding as to facts and shall be challengeable in a court of law as to questions of law only subject to Article XL hereof.

48. **PRIVILEGE**
ARTICLE XLVIII

48.1 The discussions, statements of members, evidence of witnesses and other matters within and before the Congress and Committees shall be deemed privileged and confidential and the Congress shall have power to censure or suspend from the Congress any member proven guilty of a breach of this rule.

49. **BYE-LAWS**
ARTICLE XLIX

49.1 The Congress shall have the power to make such bye-laws and regulations deemed necessary to provide for matters arising from, or to implement these rules provided that any such bye-laws or regulations do not alter or supersede or conflict with these rules. Members, officers and other persons on the Congress of the Company shall be deemed to have knowledge of and be bound by the said bye-laws and regulations if the same have been circulated in minutes of

the Congress, the production of which shall constitute at all times undisputed proof of the validity of such by-laws or regulations.

50. INTERPRETATION OF RULES
ARTICLE L

50.1 The Congress of the Company is the sole Authority for the interpretation of these rules and of the bye-laws and regulations made hereunder, and the decision of the Congress upon any matter affecting the Company shall be final and binding.

50.2 In the event of a question arising on a point on which these rules are silent, the matter shall be decided by the Congress in its absolute discretion.

50.3 In these rules the masculine includes the feminine.

51. TENURE OF OFFICE
ARTICLE LI

51.1 A person shall retain his membership or shall hold office as the case may be until the date appointed for a General Election, save when such office becomes vacant as provided for under these Rules.

51.2 A committee member or holder of any office to which election or appointment is made shall automatically vacate his seat or office on ceasing to enjoy the confidence of, or on being suspended or expelled by the Company.

51.3 Such person upon suspension or expulsion, shall immediately surrender all books, papers, documents and other effects of the Company entrusted to his office.

APPENDIX 'A'

RULES OF PROCEDURE

DISCIPLINARY MATTERS

A member or person who is alleged to have committed an offence must be notified in writing by the General Secretary or the Area Committee Secretary, as the case may be, of the alleged offence and of the date, time and place at which the matter will be heard. Such notice must be delivered to the person charged by mail or by hand at least forty-eight (48) hours before the time fixed for the hearing.

Delivery of a notice to an officer of the club of which the person charged is a member seventy-two (72) hours before the time fixed for hearing shall be deemed to be proper service on the person charged.

PROCEDURE

1. The Committee having assembled with the Secretary, shall admit:-

The person making the report or bringing the charge (hereinafter referred to as "the reporting party") and the person or persons against whom the report or charge is made (hereinafter referred to as "the person charged"). The person(s) charged may, by permission of the Chairman, be accompanied by not more than one representative of the club to which he or they belong, but this representative may not take part in the proceedings, unless by leave of the Chairman. The person charged shall be entitled to be represented by a barrister, solicitor or attorney.

2. (a) The Secretary of the Committee shall then in the hearing of the person charged read out the report or charge.
- (b) The Chairman of the Committee shall then ask the reporting party if he wishes to make any addition to the statement read, such

additional matter to be relevant to the report.

(c) The reporting party may then be questioned by or on behalf of the person charged.

(d) **Re-examination:-** The Chairman or the members of the Committee through the Chairman, may then address questions to the reporting party.

(e) **Corroborative Evidence:-** May then be sought and acquired through examination, cross-examination or re-examination:-

(i) By examination by the reporting party or the Commission as they decide.

(ii) By cross-examination by the person charged or his representative.

(iii) By re-examination by the Committee.

(f) **Statement by the persons charged and questions thereon:-** The Secretary shall then read any written statement by the person charged or any report made on his behalf by his club provided that such report is concerned with the incident reported. All extraneous matter should be ruled "out of order".

(g) The person charged may then give evidence on his own behalf. He may be questioned by the Committee and reporting party.

(h) **Witness for the person charged:**

The person charged may then call his supporting witnesses. Each will be examined first by the person charged and then by the reporting party.

3. The witness shall then withdraw with the person charged and the reporting party, the Committee shall arrive at a decision.

4. If the complaint is found "not proved" the parties concerned shall be brought in and the decision

announced. If found "proved" the Chairman shall give the defendant an opportunity of making any plea for leniency. The Secretary shall, if the complaint is "proved" then state in the presence of the defendant the defendant's record (if any).

5. The Chairman of the Committee shall announce the decisions of the Commission as to penalties:
 - (a) As they affect the defendant himself.
 - (b) As they affect the organization to which he belongs.

In cases where the complaint originates with the Company, the Secretary shall act as complainant, shall make the original report, shall call, examine and cross examine witnesses as though he were the reporting party mentioned above.

APPENDIX "B"

CAYMAN ISLANDS FOOTBALL ASSOCIATION
APPEALS COMMITTEE - REGULATIONS

In the exercise of the powers conferred on the Executive Committee by Article XX of the Constitution, the following Regulations are hereby made:-

PART 1
PRELIMINARY

1. In these Regulations, unless it is expressly provided to the contrary or the context otherwise requires:-

"appellant" means the party appealing from a decision of the Disciplinary Committee or the Executive Committee;

"party" means any party to the appeal, and includes a representative;

"representative" means any registered member of the Company;

"respondent" means the Committee directly affected by the appeal.

2. Subject to the provisions of Article 39.2, the Appeals Committee shall have the power to enlarge or abridge the time appointed for the lodging of an appeal.
3. Non-compliance on the part of the appellant with these regulations shall not prevent the appeal from proceeding. The Appeals Committee in its absolute discretion, may direct how the matter should proceed to correct the non-compliance and the appeal may proceed.

PART II
PROCEDURE

4. The Appeals Committee shall receive notice of an Appeal from the Executive Committee within seven (7) days of the receipt of the appeal. The Appeals Committee shall then set a date of hearing, not being more than twenty-one (21) days after being notified of the appeal, and send a notice of the date of Hearing to the Executive Committee.
5. The Appellant shall lodge with the Executive Committee for the Appeals Committee at least seven (7) days before the date of hearing of the appeal, three (3) copies of documents to be used in the appeal. Such documents should be agreed between the appellant and the respondent, if possible.
6. If the appellant fails to appear at the time appointed for the hearing of the appeal, the Appeals Committee may strike out the appeal. Where an appeal has been struck out for non-appearance of the appellant, the appellant may apply in writing to the Appeals Committee stating the reason why the matter should be relisted for Hearing provided that no application shall be made after the expiration of fourteen (14) days from the date of the decision.
7. If the respondent fails to appear at the time appointed for the hearing of the appeal, the appeal may proceed ex-parte.
8. At the hearing of the appeal, the following procedure will be followed:
 - (a) The appellant may appear in person or may have the case presented on his behalf by a representative.
 - (b) The appellant shall present his case first.
 - (c) The respondent shall present its case after the appellant's case.

- (d) The appellant shall have a right to reply to the respondent's case.
- (e) New, additional or extraneous evidence will only be admitted at the discretion of the Appeals Committee.
- (f) There shall be no calling of any witness by either the appellant or the respondent.
- (g) The Appeals Committee will reserve its decision and deliver its decision in writing within fourteen (14) days of the hearing of the appeal to the parties.

DATED THIS 28th DAY OF AUGUST 2010.