



Central Football Association

CONSTITUTION

Adopted and Ratified by Central Football Association on the 16th September 2015

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DEFINITIONS

The terms given below denote the following:

Arbitration Tribunal:	an independent and duly constituted private court of justice acting instead of an Ordinary Court.
Association:	a football association recognised by and a Member of FIFA.
Association Football:	the game controlled by FIFA and organised in accordance with the Laws of the Game.
Board of Management:	refers to the Board of Management (BoM) of the Central Football Association.
CAS:	Court of Arbitration for Sport in Lausanne (Switzerland).
CFU:	Caribbean Football Union.
CONCACAF:	Confederation of North, Central American and Caribbean Association Football.
Confederation:	a group of Associations recognised by FIFA and belonging to the same continent (or similar geographic area).
Constitution:	the Constitution of the Central Football Association.
Club:	a Member of an Association (that is a Member of TTFA) or of a League recognised by an Association.
Delegate:	the representative of a Member at a General Meeting.
FA:	a Football Association.
FIFA:	Fédération Internationale de Football Association.
General Meeting:	the supreme and legislative body of Central Football Association.
Member:	a Club whether incorporated or not that has been admitted into Membership of the Central Football Association by the BoM
Official:	every board Member, committee Member, referee and assistant referee, coach, trainer and any other person (except Players) responsible for technical, medical and administrative matters in an Association, a League or a Club as well as any other persons obliged to comply with the FIFA Statutes.
Ordinary Courts:	The courts which hear public and private legal disputes.
Player:	a football player registered with an Association.
The IFAB:	The International Football Association Board (IFAB).
TTFA	The Trinidad and Tobago Football Association.
TTOC:	the Trinidad and Tobago Olympic Committee.

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

Article **1** Name, headquarters, legal form

- 1 The Central Football Association (**CFA**) is a private organisation of an associative nature in compliance with the relevant legislation of the Republic of Trinidad and Tobago. It is formed for an unlimited period.
- 2 Its headquarters is located in geographical area allocated to the CFA by the TTFA.
- 3 The Central Football Association is a Member of TTFA.
- 4 The flag of the Central Football Association shall be of a design approved by the General Meeting of the Central Football Association
- 5 The logo of Central Football Association is



- 6 The flag, logo and abbreviation are legally registered with the relevant copyright/trademark organization in Trinidad and Tobago
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Article **2** Objectives

- 1 The objectives of Central Football Association are:
 - a) to improve the game of football constantly and promote, regulate and control it in the Region of Trinidad and Tobago as designated by the TTFA, 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 the Regional level, by defining precisely, as required, the areas of authority conceded to the various organizations of which it is composed;
 - c) to issue regulations and provisions and ensure their enforcement;
 - e) to respect and prevent any infringement of the Statutes, regulations, directives and decisions of FIFA, CONCACAF, CFU and TTFA as well as the Laws of the Game, and to ensure that these are also respected by its Members;
 - f) to foster, promote and encourage participation of residents in football at the Regional level;
 - g) to promote integrity, ethics and fair play with a view to preventing all methods or practices, such as corruption, doping or match manipulation, which might jeopardise the integrity of matches, competitions, Players, Officials and Members or give rise to abuse of Association Football;
 - h) to control and supervise Association Football at Regional level and to control and supervise all forms of matches played throughout the Region, in accordance with the relevant Statutes and regulations of TTFA;
 - i) to manage sporting relations connected with Association Football in all its forms;
 - j) to host competitions at local and regional level within Trinidad and Tobago.
- 2 The Board of Management (**BoM**) may develop and promulgate policies with regard to the foregoing objectives, as well as in relation to Anti-Doping, Anti-Corruption, Fair Play and Non-Discrimination.

Article **3** **Neutrality and non-discrimination**

- 1 Central Football Association is neutral in matters of party 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**

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

Article **5** **Players**

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

Article **6** **Laws of the Game**

Central Football Association and each of its Members play Association Football in compliance with the Laws of the Game issued by The IFAB. Only The IFAB may lay down and alter the Laws of the Game.

Article **7** **Conduct of bodies and Officials**

The bodies and Officials of Central Football Association must observe the Statutes, regulations, directives, decisions and the Code of Ethics of FIFA, CONCACAF, CFU, TTFA and Central Football Association in their activities.

Article **8** **Official languages**

- 1 The official language of Central Football Association shall be English. Official documents and texts shall be written in this language. The official language at the General Meeting shall be English.

II. MEMBERSHIP

Article **9** **Admission, suspension and expulsion**

- 1 The General Meeting shall decide whether to admit, suspend or expel a Member.
- 2 Admission may be granted if the applicant fulfils the requirements of Central Football Association.
- 3 Membership is terminated by resignation or expulsion. Loss of Membership does not relieve the Member from its financial obligations towards Central Football Association or other Members, but leads to the loss of all rights in relation to Central Football Association.

Article **10** **Admission**

- 1 The Membership in Central Football Association shall be comprise of the following:
 - a) Full Membership (granted to Clubs for the purpose of participating in the various Divisions of the Central Football association with the entitlement to vote on all matters)
 - b) Associate Membership (Can participate in deliberations, with no entitlement to vote)
 - c) Honorary Membership (Can participate in deliberations, with no entitlement to vote)
 - d) Where a Full member fails to participate in any of the Divisions of the Central Football association his membership automatically reverts to Associate Member.
- 2 Any Club wishing to become a Member shall apply in writing to the General Secretariat. The application must be accompanied by the following mandatory items:
 - a) a copy of its legally valid constitution and regulations, which shall comply with the requirements of the Constitution;
 - b) a declaration that it will always comply with the Statutes, regulations and decisions of FIFA CONCACAF, CFU, TTFA and Central Football Association and ensure that these are also respected by its own Members, officials and players;
 - c) a declaration that it will comply with the Laws of the Game in force;
 - d) a declaration that it will not take matters of interpretation and application of the FIFA, CONCACAF and Central Football Association Statutes, regulations, decisions and directives to Ordinary Courts, unless the FIFA, the CONCACAF or the Central Football Association regulations provide for or stipulate recourse to Ordinary Courts;
 - e) a declaration that it recognises the Arbitration Tribunal of Member Association and CAS, as specified in this Constitution;
 - f) a declaration that it is located within the geographical area allocated to the Central Football Association by the TTFA;
 - g) a declaration that it will play all official home matches in the territory of the Republic of Trinidad and Tobago;
 - h) a declaration to the effect that the legal composition of the applicant guarantees that it can make decisions independently of any external entity;

- i) a list of Officials, specifying those who are authorised signatories with the right to enter into legally binding agreements with third parties;
- j) a declaration that it undertakes to organise or participate in friendly matches only with the prior consent of Central Football Association;
- k) a copy of the Minutes of its last General Meeting or constitutional meeting and a copy of its audited financial statements for the previous financial year.

Article 11 Request and procedure for application

- 1 The BoM shall propose to the General Meeting either to admit or not to admit an applicant. The applicant may be provided with the opportunity to state the reasons for its application to the General Meeting.
- 2 Upon admission, the new Member shall acquire Membership rights and duties upon payment of the membership subscription as determined by the CFA.

Article 12 Members' rights

- 1 The Members have the following rights:
 - a) to take part in the General Meeting, to receive its agenda in advance, to be called to the General Meeting within the prescribed time and to exercise their voting rights;
 - b) to submit proposals for inclusion in the agenda of the General Meeting;
 - c) to nominate candidates for elections to all bodies of Central Football Association
 - d) to be informed of the affairs of Central Football Association through the official bodies of ; Central Football Association
 - e) to take part in competitions and/or other activities organised by Central Football Association;
 - f) to exercise all other rights arising from the Constitution and regulations of Central Football Association.
- 2 The exercise of these rights is subject to other provisions in this Constitution and the applicable regulations.

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Article 13 Members' obligations

- 1 The Members have the following obligations:
 - a) to comply fully with the Statutes, regulations, directives and decisions of FIFA, CONCACAF, CFU, TTFA, and Central Football Association at all times and to ensure that these are also respected by its Members;
 - b) to ensure the election of the members of its decision-making bodies (at least every four years);
 - c) to convene its supreme and legislative body at regular intervals (as a general rule, once a year);
 - d) to take part in competitions and other sporting activities organised by Central Football Association;
 - e) to pay its Membership subscriptions;
 - f) to respect the Laws of the Game as laid down by The IFAB and to ensure that these are also respected by its Members through a statutory provision;

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- g) 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, CONCACAF, TTFA, Member Association or the Leagues shall only be referred to an Arbitration Tribunal of Central Football Association or CAS, both as specified in the FIFA Statutes and in this Constitution, and that any recourse to Ordinary Courts is prohibited;
- h) to communicate to Central Football Association any amendment of its constitution 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;
- i) not to maintain any relations of a sporting nature with entities that are not recognised or with Members that have been suspended or expelled;
- j) to observe the principles of loyalty, integrity and good sporting behaviour as an expression of fair play through a statutory provision;
- k) to observe the mandatory items specified under article 10 paragraph 2 for the duration of their affiliation;
- l) to administer a register of their own members which shall regularly be updated;
- m) to ratify a constitution that is in accordance with the requirements of this Constitution;
- n) to comply fully with all other duties arising from the Statutes and other regulations of FIFA, CONCACAF, TTFA and Central Football Association.

² Members are required to take all reasonable precautions necessary to prevent assaults on players and officials before, during or at the conclusion of matches. Members shall also be held responsible for any misconduct or unsporting conduct of their coaches and other staff. Members shall be guilty of misconduct if they fail to inform the judicial body of Central Football Association that they have taken all reasonable precautions to prevent disorderly behaviour of any kind or the threatening and/or assaulting of officials and players before, during and after matches. Members are also required to prevent fraud in sports betting.

³ Violation of the above-mentioned obligations by any Member may lead to sanctions provided for in this Constitution.

Article 14 Suspension

¹ The General Meeting is responsible for suspending a Member. The BoM may however suspend a Member that seriously violates its obligations as a Member with immediate effect. In this case, the suspension shall last until the next General Meeting, unless the BoM has lifted it in the meantime. The BoM may suspend a person on a provisional basis and immediately refer the matter to the appropriate judicial body.

² A suspension shall be confirmed at the next General Meeting by two thirds (2/3) of the Members present and eligible to vote. If it is not confirmed, the suspension is automatically lifted.

³ A suspended Member shall lose its Membership rights during the period of suspension. Other Members may not entertain sporting contact with a suspended Member. The judicial bodies may impose further sanctions.

Article 15 Expulsion

¹ The General Meeting may expel a Member if:

- a) it fails to fulfil its financial obligations towards Central Football Association;
- b) it seriously violates the Statutes, regulations, directives or decisions of FIFA, CONCACAF, CFU, TTFA, and Central Football Association;

- c) it brings a dispute to an Ordinary Court, except in cases where the FIFA, CONCACAF, TTFA, or Central Football Association regulations or binding legal provisions specifically provide for or stipulate recourse to Ordinary Courts;
- 2 The presence of a majority (more than 50%) of the Members eligible to vote 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**

- 1 A Member may resign from Central Football Association with effect from the end of a football season. Notice of resignation must reach the General Secretariat no later than four months before the end of the football season.
- 2 The resignation is not valid until the Member wishing to resign has fulfilled its financial obligations towards Central Football Association and the other Members.

Article **17** **Independence of Members and their bodies**

- 1 Each Member shall manage its affairs independently and with no influence from third parties.
- 2 The members of the Members' bodies shall be either elected or appointed. The Members' constitution shall provide for a procedure that guarantees the complete independence of the election or appointment.
- 3 Any members of the Members' bodies that have not been elected or appointed in compliance with the provisions of par. 2, even on an interim basis, shall not be recognised by the Central Football Association.
- 4 Decisions passed by bodies that do not comply with the provisions of par. 2 shall not be recognised by the Central Football Association.

Article **18** **Status of Clubs, Leagues, Regional Associations and other groups of Clubs**

- 1 Clubs, Leagues or any other groups of Clubs affiliated to Central Football Association shall be subordinate to and recognized by Central Football Association. This Constitution defines the scope of authority and the rights and duties of these Clubs and groups. Their constitution (and any amendments thereof) must be approved by the BoM.
- 2 Matters in relation to Referees, disciplinary issues, anti-doping, club licensing and player registrations (ITC) shall remain under the exclusive jurisdiction of TTFA.
- 3 The affiliated Clubs and groups of Central Football Association shall take all decisions on any matters regarding their Membership independently of any external body. This obligation applies regardless of their corporate structure.
- 4 In any case, no natural or legal person (including holding companies and subsidiaries) shall exercise control over more than one Club or group whenever the integrity of any match or competition could be jeopardized.

Article **19** **Honorary President and Honorary Member**

- 1 The General Meeting may bestow the title of Honorary President or Honorary Member upon any person for meritorious service to football, locally, regionally or internationally.
- 2 The BoM shall make these nominations.
- 3 The Honorary President or the Honorary Member may take part in the General Meeting. They may join the debates but are not entitled to vote.

IV. ORGANISATION

Article **20** **Bodies of the Member Association**

- 1 The General Meeting is the supreme and legislative body.
- 2 The BoM is the executive body.
- 3 Standing and ad-hoc committees shall advise and assist the BoM in fulfilling its duties. Their duties, composition and function are defined in this Constitution and/or special regulations drawn up by the BoM.
- 4 The General Secretariat is the administrative body.
- 5 The judicial bodies are the Disciplinary Committee and the Appeals Committee.
- 6 The Club Licensing Committee is in charge of the club licensing system within the Central Football Association.
- 7 The TTFA Electoral Committee is the body in charge of organising and supervising the election process.
- 8 The bodies of Central Football Association shall be either elected or appointed by Central Football Association itself without any external influence and in accordance with the procedures described in this Constitution. The Members of the bodies shall not have previously been found guilty of any criminal offence incompatible with the position.
- 9 Any Member of the bodies of Central Football Association must withdraw from the debate and from taking a decision if there is any risk or possibility of a conflict of interest.

A. GENERAL MEETING

Article **21** **Definition and composition of the General Meeting**

- 1 The General Meeting is the meeting at which all of the Members regularly convene. It represents the supreme and legislative authority of Member Association. Only a General Meeting that is duly convened has the authority to make decisions.
- 2 A General Meeting may be an Annual General Meeting or an Extraordinary General Meeting. Ordinary General Meetings may be held at least once in every three-month portion of the year.

3 The General Meeting may appoint observers who take part in the General Meeting without the right to debate or to vote.

Article 22 Delegates and votes

1 The General Meeting is composed of Delegates representing the Members. Each Member shall be represented by two (2) Delegates.

2 Each Delegate shall have one (1) vote in the General Meeting. Only the Delegates present are entitled to vote. Voting by proxy or by letter is not permitted.

3 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.

4 The BoM and the General Secretary shall take part in the General Meeting without voting rights. During their terms of office, members of the BoM may not be appointed as delegates of a Member.

Article 23 Areas of authority

The General Meeting has the following areas of authority:

- a) adopting or amending the Constitution;
- b) appointing three Delegates to review the minutes of the foregoing General Meeting; which will be tabled to the General Meeting for ratification as per article 31
- c) electing or dismissing the President, the Vice-Presidents of the BoM;
- d) electing or dismissing the other members of the BoM upon proposal of the Member they represent;
- e) electing or dismissing the chairman, deputy chairman and members of the judicial bodies upon the proposal of the Board of Directors;
- f) electing or dismissing the members of the Audit and Compliance Committee upon the proposal of the BoM;
- g) appointing the scrutineers at the AGM;
- h) approving the financial statements;
- i) approving the budget;
- j) approving the activity report;
- k) appointing the Independent External Auditors upon the proposal of the BoM;
- l) fixing the Membership subscriptions on the recommendation of the BoM;
- m) deciding upon the nomination of the BoM, whether to bestow the title of Honorary President or Honorary Member;
- n) admitting, suspending or expelling a Member;
- o) dismissing one or a number of members of a body of Central Football Association;
- p) dissolving Central Football Association;
- q) passing decisions on matters duly submitted by a Member to the General Meeting

Article **24** **Quorum of the General Meeting**

- 1 Decisions passed by the General Meeting shall only be valid if a majority (more than 50%) of the delegates representing the Members eligible to vote are present.
- 2 If a quorum is not achieved thirty (30) minutes after the scheduled start of the General Meeting, the General Meeting shall be reconvened fourteen (14) days later at the same place or at a venue notified by the General Secretary at least seven (7) days prior to the meeting date.
- 3 A quorum is not required for the second meeting of the General Meeting unless any item on the agenda proposes the amendment of the Constitution, the election of a member of the BoM, the dismissal of a member of a body of Central Football Association, the expulsion of a Member or the dissolution of Central Football Association.

Article **25** **Decisions of the General Meeting**

- 1 A decision that requires a vote shall be reached by a show of hands. 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.
- 2 Unless otherwise stipulated in this Constitution, a majority (more than 50%) of the valid votes cast is sufficient for a decision to be valid. Blank ballot papers, invalid votes manipulated in any other way as well as abstentions shall be disregarded when calculating the majority.

Article **26** **Elections**

- 1 Elections shall be conducted by position and shall be conducted by secret ballot.
- 2 Elections of Central Football Association, shall be conducted in accordance with the Electoral Code of Central Football Association drawn up by the BoM and adopted by the General Meeting
- 3 A majority (more than 50%) of the valid votes cast is necessary for the election of the President. If there are more than two candidates for the office of President, whoever obtains the lowest number of votes is eliminated as from the second ballot until only two candidates are left.
- 4 A majority (more than 50%) of the valid votes cast is necessary for the election of the Vice-President(s) and the Ordinary Member(s) of the BoM. If there are more than three candidates for one position, only the three candidates with the most votes in the first ballot shall proceed to the second ballot. In the second ballot, whoever obtains the most votes shall be elected. If there are three candidates or less for one position, whoever obtains the most votes in the first ballot shall be elected.
- 5 For the election of the Chairmen, Deputy Chairmen and Members of all other bodies of Central Football Association, the candidate(s) who receive(s) the most votes in respect of the free seat(s) shall be elected.
- 6 In case of a tied vote, new ballots shall be conducted until the respective candidate is elected in accordance with the procedure set forth by the present provision.

Article **27** **Annual General Meeting**

- 1 The Annual General Meeting (AGM) shall be held every year in the month of March. If it is not possible to hold the meeting in March, the date of the meeting shall be decided by the BoM on the date not later than 30th of April of the said year. In the event this is not possible, the Ordinary General Meeting shall decide an appropriate date;
- 2 The BoM shall fix the time, place and date. The Members shall be notified in writing at least twenty-one (21) clear days in advance;
- 3 The formal convocation shall be made in writing at least fourteen (14) days before the date of the AGM. This convocation shall contain the Agenda specifying the business to be transacted at the meeting, the Activity Report, the Financial Statements and the Independent External Auditors' Report, the Budget and the Minutes of the last AGM, as well as any other relevant documents.

Article **28** **Agenda of the Annual General Meeting**

- 1 The General Secretary shall draw up the Agenda based on proposals from the BoM and the Members. Any proposal that a Member wishes to submit to the General Meeting shall be sent to the General Secretariat in writing, with a brief explanation, at least forty (40) days before the date of the Annual General Meeting.
- 2 The Annual General Meeting agenda shall include the following mandatory items (in chronological order):
 - a) Roll Call
 - b) a declaration that the Annual General Meeting has been convened and composed in compliance with the Constitution;
 - c) confirmation of the Minutes of the preceding AGM;
 - d) business arising from the approved Minutes of the preceding AGM;
 - e) presentation of the Activity Report (containing the activities since the last AGM);
 - f) presentation of the Financial Statement and Audited Balance Sheet;
 - g) approval of the financial statements;
 - h) presentation and approval of the Budget;
 - i) election of the President, Vice-Presidents and members of the BoM (if applicable);
 - j) appointment of Independent External Auditors as proposed by the BoM (if applicable);
 - k) any other business of which due notice has been given;
- 3 The Annual General Meeting shall not take a decision on any point not included in the Agenda. However, the Agenda of an Annual General Meeting may be altered, provided that two thirds (2/3) of the Delegates present at the Annual General Meeting and eligible to vote agree to such a motion.

Article **29** **Extraordinary General Meeting**

- 1 The BoM may convene an Extraordinary General Meeting at any time.
- 2 The BoM shall convene an Extraordinary General Meeting if $\frac{1}{3}$ (one-third) of the Members make such a request in writing. The request shall specify the items for the Agenda. An Extraordinary General Meeting shall be held within twenty-one (21) days of receipt of the request.
- 3 The Members shall be notified of the place, date and Agenda at least ten (10) days before the date of an Extraordinary General Meeting.

- 4 When an Extraordinary General Meeting is convened on the initiative of the BoM, the BoM shall draw up the Agenda. When an Extraordinary General Meeting is convened upon the request of Members, the Agenda shall contain the points raised by those Members.
- 5 If one of the items in the agenda of the Extraordinary General Meeting includes the election of members of the BoM, the BoM shall notify the Members at least twenty-one (21) days before the date of the Extraordinary General Meeting about the upcoming elections.
- 6 The Agenda of an Extraordinary General Meeting may not be altered.

Article **30** **Amendments to the Constitution**

- 1 The General Meeting is responsible for amending the Constitution.
- 2 Any proposals for an amendment to the Constitution must be submitted in writing with a brief explanation to the General Secretariat by a Member or by the Board of Directors.
- 3 For a vote on an amendment to the Constitution to be valid, 2/3 (two-thirds) of the Members eligible to vote must be present.

Article **31** **Minutes**

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

Article **32** **Effective dates of decisions**

Decisions passed by the General Meeting shall come into effect immediately, unless otherwise stipulated in the present Constitution or unless the General Meeting fixes another date for a decision to take effect.

B. BOARD OF MANAGEMENT

Article **33** **Composition**

The following are members of the BoM:

- The President
- The First Vice-President
- The Second Vice-President
- The General Secretary
- An Assistant Secretary – Administration
- An Assistant Secretary – Operations
- Two (2) Ordinary Members

Article **34** Election of the members of the Board of Management

- ¹ The President, the Vice-Presidents, the Assistant Secretaries and Ordinary Members of the BoM shall be elected by the General Meeting. The election shall be conducted in compliance with the Electoral Committee.
- ² Candidatures for the office of President, Vice-President of the BoM must be sent to the General Secretariat in writing at least **fourteen (14)** days before the General Meeting at which the election of the members of the BoM shall be held. All nominations must have a proposer and seconder who are financial members of the Central Football Association. Only Full members of the Central Football Association are entitled to make nominations. The official list of candidates must be made known to the Members of the Central Football Association at least **seven (7)** days before the date of the AGM.
- ³ If no nominations are received by the stipulated date for any office or if a person who is nominated for an office declines and there are no other nominations, the AGM can decide by a simple majority vote to accept nominations at the meeting.
- ⁴ The mandates shall begin after the end of the General Meeting which elected the members of the BoM. The length of a mandate shall be four years.
- ⁵ Subject to the President, who may only preside for maximum two full consecutive terms of office as President, the members of the BoM may be re-elected repeatedly.
- ⁶ Any candidate that wishes to become a member of the BoM shall fulfil the following eligibility criteria:

 - Candidates shall have been active in football for at least three years during the five years preceding the election. This activity must have been performed in a managerial or a similar position in the territory of the Republic of Trinidad and Tobago.
 - Candidates may not have previously been found guilty of an indictable offence.
 - Candidates shall be nationals of and shall have permanent residence in the Republic of Trinidad and Tobago.
- ⁷ A member of the BoM may not at the same time be a member of a judicial body, the Electoral Committee or the Audit and Compliance Committee.
- ⁸ A position will be considered vacant

 - in case of death or permanent disability of a member of the Board of Directors;
 - in case a member is dismissed by the General Meeting and/or resigns from his/her position;
 - if a member of the BoM, irrespective of the reason, does not participate in four consecutive meetings of the BoM.
- ⁹ If the office of President becomes vacant, the First Vice-President shall fill the position until the next General Meeting, when a replacement will be elected for the remaining period of office. If the office of Vice-President, Assistant Secretary and/or Ordinary Member of the BoM becomes vacant, the BoM shall fill the position(s) in question until the next General Meeting, when a replacement will be elected for the remaining period of office.
- ¹⁰ If more than 50% of the positions of the BoM become vacant, the General Secretary shall convene an Extraordinary General Meeting in order to hold elections for a new term. If the General Secretary is not available or fails to convene the Extraordinary General Meeting within the prescribed period of time, the Emergency Committee shall convene it.

Article **35** Meetings of the Board of Management (BoM)

- ¹ The President shall convene the meetings of the BoM at least once every month. Moreover, if 50% of the members of the BoM request a meeting in writing, the President shall convene it within ten days. If the President does not convene the requested meeting by the aforementioned period of time, the other members of the BoM may convene it themselves;

² The President shall compile the Agenda. Each member of the BoM is entitled to propose items for inclusion on the Agenda. The members of the BoM must submit the points they wish to be included in the Agenda for the meeting to the General Secretariat in writing and at least six working days before the meeting. The Agenda must be sent out to the Members of the BoM at least three working days before the meeting;

3 The General Secretary shall take part in the meetings of the BoM in a consultative role;

⁴ The meetings of the BoM shall not be held in public. The BoM 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 BoM.

⁵ If a Member of the BoM is unable to attend a meeting due to private matters, he may be allowed to participate in the meeting via teleconference, video conference or similar media.

Article **36** Powers of the Board of Management

The BoM:

- a) shall pass decisions on all cases that do not come within the sphere of responsibility of the General Meeting or are not reserved for other bodies by law or under this Constitution;
- b) shall prepare and convene the Annual and Extraordinary General Meeting;
- c) shall appoint the Chairmen, Deputy Chairmen and members of the Standing Committees;
- d) shall propose the members of the judicial bodies and the Audit and Compliance Committee to the General Meeting;
- d) may decide to set up ad-hoc committees if necessary at any time;
- e) shall compile the regulations for the organisation of Standing Committees and ad-hoc committees;
- f) shall appoint or dismiss the General Secretary on the proposal of the President;
- g) shall propose the Independent External Auditors to the General Meeting;
- h) shall appoint replacements for vacancies for the positions of President, Vice-President, Ordinary Member of the BoM as well as vacancies in the judicial bodies or the Audit and Compliance Committee until the next General Meeting;
- i) shall issue regulations governing the conditions of participation in and the staging of competitions organised by Central Football Association;
- j) shall appoint the coaches for the representative teams and other technical staff;
- k) shall issue regulations stipulating how Central Football Association shall be organised internally, such as the Internal Organisation Regulations;
- l) shall ensure that the Constitution is applied and adopt the Executive arrangements required for its application;
- m) may dismiss a person or body or suspend a Member provisionally until the next General Meeting;
- n) may delegate tasks arising out of its area of authority to other bodies of Central Football Association or third parties;
- o) may appoint observers who may take part in the General Meeting without the right to debate or to vote.
- p) shall have the power to mortgage, pledge or otherwise create a security over any property of the Member Association, provided that:
 - i) the security has been concluded in order to satisfy an urgent contractual obligation of the Central Football Association;
 - ii) the security does not surpass the amount of \$100,000 (One hundred Thousand)(TTD)

Article **37** Decisions

- 1 The BoM shall not engage in valid debate unless 50% of its members are present.
- 2 The BoM shall reach decisions by a majority (more than 50%) of the valid votes cast. In the event of a tied vote, the President shall have the casting vote. Voting by proxy or by letter is not permitted.
- 3 Any Member of the BoM 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 BoM shall come into effect immediately, unless the BoM decides otherwise.

Article **38** Dismissal of a person or body

- 1 The General Meeting may dismiss a person or a member of a body. The BoM may place the dismissal of a person or a member of a body on the agenda for the General Meeting. The BoM may also dismiss a person or a member of a body provisionally. Any BoM Member may submit a proposal to place such a motion for dismissal on the agenda of the BoM or General Meeting.
- 2 The motion for dismissal must be justified. It must be sent to the Members of the BoM and/or to the Members along with the Agenda.
- 3 The person or body in question has the right to defend him- or herself.
- 4 The motion for dismissal shall be decided by means of secret ballot. For the motion to be passed, a majority of three quarters of the valid votes is required.
- 5 The person or body dismissed (provisionally) is relieved of his or its functions with immediate effect.

C. PRESIDENT

Article **39** President

- 1 The President represents Central Football Association legally.
- 2 He/she is primarily responsible for:
 - a) implementing the decisions passed by the General Meeting and the BoM through the General Secretariat;
 - b) ensuring the effective functioning of the bodies of Central Football Association in order that they achieve the objectives described in this Constitution;
 - c) supervising the work of the General Secretariat;
 - d) relations between Members, the TTFA and other bodies
- 3 Only the President may propose the appointment or dismissal of the General Secretary.
- 4 The President shall preside over the General Meeting, the BoM and Emergency Committee meetings and those committees of which he has been appointed Chairman.

- 5 The President shall have an ordinary vote on the BoM and whenever votes are equal, shall have a casting vote.
- 6 If the President is absent or unavailable, the First Vice-President shall assume the responsibilities of the President.
- 7 If the position of the President becomes vacant, the First Vice-President shall assume the President's responsibilities until the next General Meeting. This General Meeting shall elect a new President for the remaining period of office.
- 8 Any additional powers of the President shall be contained in the Internal Organisation Regulations.

Article 40 Candidates for the office of President

- 1 The President shall be elected by the General Meeting for a period of four years. His mandate shall begin after the end of the General Meeting which has elected him. A President may be re-elected for one term.
- 2 Only Full Members may propose candidates for the office of President.
- 3 The General Secretariat shall notify the Members of the names of the proposed candidate(s) at least 10 days before the date of the General Meeting.

Article 41 Representation and signature

The President represents Central Football Association legally and is entitled to sign for Central Football Association. The BoM shall set up Internal Organisation Regulations regarding the joint signature of office-holders, in particular, in case of the President's absence and concerning all important business of Central Football Association.

D. EMERGENCY COMMITTEE

Article 42 Emergency Committee

- 1 The Emergency Committee shall deal with all matters requiring immediate settlement between two meetings of the BoM. The Committee shall consist of the President, a Vice President and two (2) members chosen from amongst the Members of the BoM. The Committee is appointed by the BoM for a period of four years.
- 2 The President shall convene the Emergency Committee meetings. If a meeting cannot be convened within an appropriate period of time, decisions may be arrived at through other means of communication. Such decisions shall have immediate legal effect. The President shall notify the BoM immediately of the Emergency Committee's decisions.
- 3 The Emergency Committee shall not engage in valid debate unless a majority (more than 50%) of its Members are present. The Emergency Committee shall reach decisions by a majority (more than 50%) of the valid votes cast. In the event of a tied vote, the President shall have the casting vote.
- 4 All decisions taken by the Emergency Committee shall be ratified by the BoM at its next meeting.
- 5 If the President is unable to attend a meeting, the Vice-president, who shall be a Member of the Emergency Committee, shall assume the President's responsibilities.

E. STANDING COMMITTEES

Article 43 Standing Committees

- 1 The standing committees are:
 - a) Finance Committee;
 - b) Audit and Compliance Committee;
 - c) Competitions and Tournaments Committee
 - d) Technical, Selection and Development Committee
 - e) Referees Department;
 - f) Committee for Women's Football;
 - g) Youth Football and Development Committee;
 - h) Sports Medicine Committee;
 - j) Players' Status Committee.
 - k) Marketing Committee

- 2 The chairmen of the standing committees shall be Members of the BoM with the exception of those for the Audit and Compliance Committee, who may not belong to the BoM. The other members of each standing committee shall be appointed by the BoM. The members of the standing committees shall be designated for a term of office of four years.

- 3 Each standing committee shall consist of a chairman, a deputy chairman and maximum 5 other members.

- 4 Each chairman shall represent his/her committee and conduct business in compliance with the relevant Organisation Regulations drawn up by the BoM.

- 5 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 BoM.

- 6 Each committee may propose amendments to its regulations to the BoM.

Article 44 Finance Committee

The Finance Committee shall monitor the financial management and advise the BoM on financial matters and asset management. It shall analyse the budget of Central Football Association and the financial statements prepared by the General Secretary and submit them to the BoM for approval.

Article 45 Audit and Compliance Committee

- 1 The Audit and Compliance Committee shall ensure the completeness and reliability of the financial accounting and review the financial statements, the consolidated financial statement and the Independent External Auditors' Reports.

- 2 The Audit and Compliance Committee shall advise and assist the BoM in monitoring the Association's financial and compliance matters, and issue and monitor compliance with the relevant regulations of the Association.

³ The Chairman, Deputy Chairman and Members of the Audit and Compliance Committee shall be elected by the General Meeting upon the proposal of the BoM for a period of four years and may only be relieved of their duties by the General Meeting.

⁴ The Chairman and Deputy Chairman of the Audit and Compliance Committee shall be independent from Central Football Association, its bodies and Members.

⁵ If the Chairman, the Deputy Chairman or a Member of the Audit and Compliance Committee permanently ceases to perform his official function during his term of office, the BoM shall appoint a replacement to serve until the next General Meeting.

Article **46** **Competitions and Tournaments Committee**

The Competitions and Tournaments Committee shall propose the competitions of Central Football Association in compliance with the provisions of the Constitution and the regulations applicable to Central Football Association's competitions.

Article **47** **Technical, Selection and Development Committee**

The Technical, Selection and Development Committee shall primarily oversee the basic aspects of football training and technical development for Players, Administrative and Technical Personnel of the Central Football Association.

The Committee shall also propose Players and technical personnel to the BoM for representative duties and address such technical and/or developmental matters which might be referred to it from time to time.

Article **48** **Referees Department**

The Referees Department shall implement the Laws of the Game. It shall appoint the Referees for matches in competitions organised by Central Football Association, organise refereeing matters within Central Football Association in collaboration with the administration of Central Football Association and monitor the education and training of Referees. The duties and responsibilities of the Referees Department shall comply with the applicable FIFA Regulations on the Organisation of Refereeing in FIFA Member Associations.

Article **49** **Committee for Women's Football**

The Committee for Women's Football shall organise the women's football competitions of Central Football Association and deal with all matters relating to women's football.

Article **50** **Youth Football and Development Committee**

The Youth Football and Development Committee shall organise the youth football competitions of Member Association and deal with all matters relating to youth football.

Article **51** **Sports Medicine Committee**

The Sports Medicine Committee shall deal with all medical aspects of football.

Article **52** **Players' Status Committee**

¹ The Players' Status Committee shall set up and monitor compliance with transfer regulations in accordance with the applicable FIFA Regulations on the Status and Transfer of Players and determine the status of Players for the various competitions of Central Football Association. The BoM may issue special regulations governing the Players' Status Committee's powers of jurisdiction.

² Players' status disputes involving Central Football Association, its Members, Players, Officials and match and players' agents shall be settled in the last instance by an Arbitration Tribunal in accordance with this Constitution and subject to any applicable national law.

Article **54** **Marketing Committee**

The Marketing Committee shall advise the BoM with regard to drafting and implementing contracts between Central Football Association and its marketing partners, propose and analyse marketing strategies that have been devised.

Article **55** **Ad-hoc committees**

The BoM may, if necessary, create ad-hoc committees for special duties and a limited period of time. The BoM shall appoint a Chairman, a Deputy Chairman and an appropriate number of members. Their duties and functions are defined in special regulations drawn up by the BoM. An Ad-hoc committee shall report directly to the BoM.

F. OTHER BODIES

Article **56** **Club Licensing Committee**

¹ The Club Licensing Committee is in charge of the club licensing system within the Central Football Association in accordance with the regulations of Central Football Association.

² The BoM shall issue regulations regarding a club licensing system governing the participation of Clubs in the competitions of Central Football Association, in conformity with the FIFA Club Licensing Regulations and the minimum requirements of the club licensing system set up by CONCACAF.

G. GENERAL SECRETARIAT

Article **57** **General Secretariat**

The General Secretariat shall carry out all the administrative work of Central Football Association under the direction of the General Secretary. The Members of the General Secretariat are bound by the Internal Organisation Regulations and shall fulfil the given tasks in good faith.

Article **58** **General Secretary**

- 1 The General Secretary is the Chief Executive Officer 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 General Meeting and BoM in compliance with the President's directives;
 - b) attending the General Meeting and meetings of the BoM, Emergency Committee and the Standing and Ad-hoc committees;
 - c) organising the General Meeting and meetings of the BoM and other bodies;
 - d) compiling the Minutes for the meetings of the General Meeting, BoM, Emergency Committee and Standing and Ad-hoc committees;
 - e) ensuring that the accounts of Central Football Association (**Regional Association**) are properly managed and up to date;
 - f) the correspondence of Central Football Association (**Regional Association**);
 - g) relations with the Members, committees, and TTFA;
 - h) organising the General Secretariat;
 - i) the appointment and dismissal of staff working in the General Secretariat upon approval of the President;
 - j) the appointment and dismissal of managerial staff, upon approval of the President and the BoM.
- Any additional responsibilities and duties assigned to the General Secretary shall be stipulated in the Internal Organisation Regulations.
- 5 The General Secretary may not be a Delegate at the General Meeting or a Member of any body of Central Football Association.

H. JUDICIAL BODIES

Article **59** **Judicial bodies**

- 1 The judicial bodies of Central Football Association are:
 - a) the Disciplinary Committee;
 - b) the Appeal Committee.
- 2 The judicial bodies shall consist of a Chairman, a Deputy Chairman and maximum five other Members.
- 3 The judicial bodies are to be composed in such a way that the Members, together, have the knowledge, abilities and specialist experience that is necessary for the due completion of their tasks. The Chairmen of the judicial bodies shall be qualified to practise law.
- 3 The term of office of all Members shall be four years. The Members may be re-elected or relieved of their duties at any time, although they may only be relieved of their duties by the General Meeting.
- 4 The Chairmen, Deputy Chairmen and other Members of the judicial bodies shall be proposed by the BoM and confirmed by the General Meeting and may not be a member of any body of Central Football Association.

5 If the Chairman, the Deputy Chairman or a Member of a judicial body permanently ceases to perform his official function during his term of office, the BoM shall appoint a replacement to serve until the next General Meeting, when a replacement will be elected for the remaining period of office.

6 The responsibilities and function of the judicial bodies shall be stipulated in the Disciplinary Code and the Code of Ethics of Central Football Association.

Article 60 Disciplinary Committee

1 The function of the Disciplinary Committee shall be governed by the Disciplinary Code of Central Football Association. In general, the Disciplinary Committee shall pass decisions only when at least three (3) Members are present.

2 The Disciplinary Committee may pronounce the sanctions described in this Constitution and the Disciplinary Code of Central Football Association on Members, Officials, Players, Clubs and match and players' agents.

3 These provisions do not affect the powers of the General Meeting and the BoM with regard to the suspension and expulsion of Members.

4 The BoM shall issue the Disciplinary Code of Central Football Association, which shall be in accordance with the principles laid down in the applicable FIFA Disciplinary Code.

Article 61 Appeal Committee

1 The function of the Appeal Committee shall be governed by the Disciplinary Code of Central Football Association. In general, the Appeal Committee shall pass decisions only when at least three of its members are present. In certain cases, as specified in the relevant regulations, the Chairman may rule alone.

2 The Appeal Committee is responsible for hearing appeals against decisions from the Disciplinary Committee that are not declared final by the relevant regulations of Central Football Association.

3 Decisions pronounced by the Appeal Committee may only be appealed to the Court of Arbitration for Sport in Lausanne, Switzerland, or to a national, Independent Arbitration Tribunal in accordance with the provisions in the TTFA Constitution.

Article 62 Disciplinary measures

The disciplinary measures are primarily:

1 for natural and legal persons:

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

2 for natural persons:

- a) a caution;
- b) an expulsion;
- c) a match suspension;
- d) a ban from the dressing rooms and/or the substitutes' bench;
- e) a ban from entering a stadium;

- f) a ban on taking part in any football-related activity;
 - g) social work;
 - h) suspension.
- 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) expulsion from a competition;
-
- g) a forfeit;
 - h) deduction of points;
 - i) relegation to a lower division;
 - j) replaying a match.

Article **63** **Arbitration**

- 1 Disputes in the Central Football Association or disputes affecting Leagues, members of Leagues, Clubs, members of Clubs, Players, Officials and Officials of other Associations, shall not be submitted to Ordinary Courts, unless the TTFA regulations, this Constitution or binding legal provisions specifically provide for or stipulate recourse to Ordinary Courts.
- 2 Instead, such disputes as specified in par. 1 shall be taken to an Independent Arbitration Tribunal created by Central Football Association. The BoM shall issue special regulations regarding the composition, jurisdiction and procedural rules of this Arbitration Tribunal.
- 3 As long as such Arbitration Tribunal has not been duly installed by Central Football Association and recognised by the General Meeting, any dispute of national dimension may only be referred in the last instance to CAS.

Article **64** **Jurisdiction**

- 1 Recourse may only be made to an Arbitration Tribunal in accordance with the foregoing article once all internal channels of Central Football Association have been exhausted or if the dispute does not fall under the jurisdiction of the judicial bodies.
- 2 The Central Football Association shall have jurisdiction on internal Regional disputes, i.e. disputes between parties belonging to Central Football Association. TTFA shall have jurisdiction on national disputes, i.e. disputes between parties belonging to different Associations and/or Confederations.

Article **65** **Court of Arbitration for Sport**

- 1 In accordance with the relevant provisions of the FIFA Statutes, any appeal against a final and binding decision passed by FIFA, CONCACAF or the leagues shall be heard by the CAS, unless another Arbitration Tribunal has jurisdiction in accordance with art. 67. CAS shall not, however, hear appeals on violations of the Laws of the Game, and suspensions of up to four matches or up to three months (with the exception of doping decisions).

- 2 The Central Football Association shall ensure its full compliance and that of all those subject to its jurisdiction with any final decision passed by TTFA, a FIFA body, by a CONCACAF body, by the Arbitration Tribunal recognised by Central Football Association or by the CAS.

V. FINANCE

Article 66 Financial period

- 1 The financial period of Central Football Association shall be one year and shall begin on 1 January and end on 31 December.
- 2 The revenue and expenses of Central Football Association shall be managed so that they balance out over the financial period. Central Football Association 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 Central Football Association with its subsidiaries as at 31st December.

Article 67 Revenue

The revenue of Central Football Association arises specifically from:

- a) grants
- b) receipts generated by the marketing of rights to which Central Football Association is entitled;
- c) fines imposed by the authorised bodies;
- d) other subscriptions and receipts in keeping with the objectives pursued by Central Football Association;
- e) donations;
- f) any other revenue related to football activities.

Article 68 Expenses

Central Football Association bears:

- a) the expenses stipulated in the budget;
- b) other expenses approved by the General Meeting and expenses that the Board of Directors is entitled to incur within the scope of its authority;
- c) all other expenses in keeping with the objectives pursued by Central Football Association.

Article 69 Independent External Auditors

The Independent External Auditors appointed by the General Meeting shall audit the accounts in accordance with the appropriate principles of accounting and present a Report to the BoM. The Auditors shall be appointed for a period of four years. This mandate may be renewed.

Article **70** **Membership subscriptions**

1 Membership subscriptions are due by 31st of January of each year. However, the BoM, upon reasonable explanation being given by a Member for its failure to pay its subscription by the date specified, may in its discretion, extend the time to permit payment of the said subscription by the Member

The annual subscription for new Members for the year in question shall be paid within 30 days of the close of the General Meeting at which they are admitted.

2 The General Meeting shall fix the amount of the annual subscription on the recommendation of the BoM

Article **71** **Settlement**

Central Football Association may debit any Member's assets to settle claims.

Article **72** **Levies**

Central Football Association may demand that a levy be paid by its Members for matches.

VI. COMPETITIONS AND RIGHTS IN COMPETITIONS AND EVENTS

Article **73** **Competitions**

1 Central Football Association organises and coordinates the official competitions held within its designated Region.

2 The BoM may delegate to Central Football Association's subordinate leagues the authority to organise competitions by means of a proper and comprehensive agreement. The competitions organised by these leagues shall not interfere with those competitions organised by Central Football Association. Competitions organised by Central Football Association shall take priority.

3 The Board of Directors may issue special regulations to this end.

Article **74** **Rights**

1 The Central Football Association 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 BoM shall decide how and to what extent these rights are utilised and issue special regulations to this end.

Article **75** **Authorisation**

The Central Football Association 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, and without any restrictions.

VII. INTERNATIONAL MATCHES AND COMPETITIONS

Article **76** **International matches and competitions**

The authority for organising international matches and competitions between representative teams and between Leagues, Club teams and/or scratch teams lies solely with TTFA. No such match or competition shall take place without the prior permission of TTFA

Article **77** **Contacts**

Central Football Association, its Members, Players, Officials and match and players' agents shall not play matches or make sporting contact with Associations that are not Members of FIFA or with provisional Members of a Confederation without the approval of FIFA.

Article **78** **Approval**

- ¹ Clubs, Leagues or any other group of Clubs that are affiliated to Central Football Association may only join another Association with the authorisation of Central Football Association and TTFA.
- ² Clubs, Leagues or any other group of Clubs that are affiliated to Central Football Association cannot participate in competitions on the territory of another Association without the authorisation of Central Football Association, the other Association(s) and TTFA.

VIII. FINAL PROVISIONS

Article **79** **Unforeseen contingencies and force majeure**

The BoM shall have the power to decide on all cases of force majeure and on all matters not provided for in this Constitution, such decisions to be made according to right and justice, taking into account the relevant regulations of Central Football Association, TTFA, FIFA, and CONCACAF.

Article **80** **Dissolution**

¹ Any decision relating to the dissolution of Central Football Association requires a majority of three quarters of all of the Members, which must be obtained at a General Meeting specially convened for the purpose.

² If Central Football Association is disbanded, its assets shall be transferred to Trinidad and Tobago Football Association. The TTFA shall hold these assets as a trustee in accordance with the relevant professional duties until Central Football Association is re-established. The final General Meeting may, however, choose another recipient for the assets on the basis of a two-thirds majority.

Article **81** **Enforcement**

This Constitution was adopted at the General Meeting in Waterloo Secondary School on Wednesday 16th September, 2015 and will come into force immediately upon ratification. It supersedes any previous Constitution of the Central Football Association.