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OSFO Constitution 2006

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1 Name.

- 1.1 The Name of the Organisation shall be the Olympic Sports Federations of Oceania Incorporated here after referred to as OSFO.

2 Membership.

- 2.1 Membership shall be open to all organisations being bodies representing International Sporting Federations in the Oceania region as defined by the IOC.
 - 2.1.1 The member must be a body representing a minimum of three national sporting federations geographically located in the Oceania region who are members of the sport's international federation.
 - 2.1.2 OSFO will only admit as members, organisations whose existence is recognised by their international federation.
 - 2.1.3 Member organizations must advise OSFO in writing of any change in their executive or of their contact details within one month of such change occurring.
 - 2.1.4 The OSFO congress will recognise and renew the membership of organisations that meet the above criteria and who pay an annual membership fee set by the Congress.
- 2.2 Membership of OSFO will entitle the member to
 - 2.2.1 take part in the activities of OSFO
 - 2.2.2 be the recipient of communications from OSFO
 - 2.2.3 attend and vote at the OSFO Congress and other OSFO meetings
 - 2.2.4 be represented by OSFO in dealings with other sporting organisations such as the Oceania National Olympic Committees (ONOC), The Australia South Pacific 2006 Program (ASP2006) etc.
 - 2.2.5 access the services provided by OSFO.
 - 2.2.6 use the OSFO logo and images as outlined under section 22 of this constitution.
- 2.3 A member federation must designate in writing on its official stationery, the person who will represent the organization within OSFO. Such designation will remain in effect until it is revoked in an identical manner.
- 2.4 Individuals attend meetings (General and Executive) as representatives of a sporting federation.
- 2.5 Individuals hold office as representatives of a sporting federation.

- 2.6 If an individual ceases to represent a sporting federation or no longer has the endorsement of a member federation, their membership of OSFO and any positions they hold within the organisation shall be terminated immediately, upon receipt by OSFO of the notification of the change by the member federation.
- 2.7 Notification shall be in the manner described in article 2.3.
- 2.8 A member federation may resign their membership by providing a notice in writing of their intention to do so and by paying any outstanding membership fees, owing at the time of their resignation.
- 2.9 An ONOC representative will be an honorary member of OSFO.
- 2.10 A South Pacific Games Council (SPGC) representative will be an honorary member of OSFO.
- 2.11 The designation of the ONOC and SPGC members shall be in the same manner as for ordinary members (article 2.3).

3 Objects.

- 3.1 OSFO exists to represent the interests of members to ONOC, the IOC, governments and any other organisation that may impact on the delivery of the services of the member international federations.
- 3.2 OSFO exists to foster participation in sporting activities within the Oceania region.
- 3.3 OSFO will foster the development of sporting excellence throughout the Oceania region.
- 3.4 OSFO will foster communication between International Federations that operate in the Oceania region and with any other organisation responsible for the delivery of sports development and advancement in the region.
- 3.5 OSFO will establish co-operative relations with all such other organisations with similar objects to its own.
- 3.6 OSFO will carry out its objectives without political, religious, cultural and gender bias.
- 3.7 OSFO will foster the establishment of organisations representing all the international federations that operate in the region.

4 Subscriptions.

- 4.1 OSFO will establish at its Annual Congress, the membership fees for the ensuing year.
- 4.2 The membership year will commence January 1st and conclude December 31st of the same calendar year.

- 4.3 Membership fees will become payable by the March 31st of each calendar year.
- 4.4 Only those members who have paid their annual membership fee, prior to the commencement of the meeting, may attend and vote at the OSFO Congress.
- 4.5 The Congress may from time to time invite individuals and groups to attend its meetings as observers.

5 Meetings.

- 5.1 OSFO will hold an Annual Assembly (Congress) at the time and location of the ONOC Annual Assembly, or such other ONOC event as is deemed appropriate by the OSFO executive.
- 5.2 The OSFO Annual Assembly will
 - 5.2.1 consider reports from officers.
 - 5.2.2 Elect the officers whose term of office has expired.
 - 5.2.3 Consider recommendations for future action or direction,
 - 5.2.4 Take such action as deemed appropriate to give effect to the objects of the organisation.
 - 5.2.5 Establish the annual membership fee
- 5.3 The executive of OSFO may convene a meeting of OSFO by providing notice in writing to members, 6 weeks in advance of the date, advising the time and place of any meeting. The calling of a meeting by the executive must state in the notice advising the meeting, the purpose of the meeting.
- 5.4 The membership of OSFO may call a meeting of OSFO if 25% of the membership from the preceding calendar year, sign a petition calling for such a meeting. The petition, stating the purpose of the meeting shall be submitted to the OSFO executive who shall proceed to call a meeting in the manner prescribed in paragraph 5.3.
- 5.5 Provision exists for OSFO to meet and make decisions by electronic means. Any decision taken as a result of an electronic meeting shall be circulated in writing to members and confirmed by resolution at the next physical meeting of the organisation.
- 5.6 Participation in the meetings of OSFO shall be at the expense of the member.
- 5.7 The executive of OSFO may meet from time to time either in person or electronically and between congress carry out any activities on behalf of OSFO that are consistent with the objects of the organisation.

6 Quorum.

- 6.1 A minimum of 25% of the OSFO financial membership from the previous calendar year shall constitute a quorum for meetings.
- 6.2 In the event that a quorum can not be achieved at a meeting of OSFO, those members present may go ahead and consider the matters proposed for the meeting and make such decisions and come to such conclusions as they deem appropriate. However such decision and conclusions shall have no effect until they are circulated in writing to members and agreed to by a majority of at least 25% of the membership as described in article 6.1.

7 Officers.

- 7.1 The officers of the Organisation shall be a Chairperson, Secretary General and three Committee members.
- 7.2 The officers named above will constitute the executive of the organisation.
- 7.3 The officers of the organisation shall hold office for a period of 4 years, except that at the foundation meeting of OSFO, in order that there shall be established a rotation in the election of the officers while at the same time maintaining a continuity in the leadership of the organisation, half the executive shall be elected for an initial two year term.
- 7.4 Should an executive member for whatever reason, fail to serve their term of office, the executive shall arrange an election by electronic or such other means as is appropriate at the time, to fill the vacancy. Any person so elected to fill a vacancy occurring in this way, shall hold office until the expiration of the term of office of the person they are replacing.

8 Elections.

- 8.1 Elections will be held every second year, at the Congress. So as to give continuity to the organisation, the Chairman and one Committee member shall be elected for a four-year term at one election and the Secretary General and two Committee members shall be elected for four-year term at the following election.
- 8.2 Nominations for positions may be submitted in writing or taken verbally at the Congress prior to the election. Nominations can only be made by a member organisation of OSFO.
- 8.3 A person may be nominated for multiple positions on the OSFO executive.
- 8.4 There shall be no limit to the number of continuous terms of office by officers.
- 8.5 A person shall be declared elected to a position when they have achieved a majority of votes at any election.

- 8.6 Where there are multiple candidates for election to one position, and in any round of voting, no candidate achieves a majority of votes, the candidate with the least number of votes shall be removed from the list of candidates and a further poll or polls will occur until one candidate achieves a majority.
- 8.7 In a situation where more than one candidate receives the least number of votes, a vote-off will occur to decide who will be removed from the list of candidates. A poll (vote-off poll) will be taken which includes only the candidates with the least number of votes with members being asked which candidate should remain in the poll. Following the casting of votes in a vote-off poll, the candidate with the least number of votes will be removed from the list of candidates and a further poll, including all the remaining candidates, shall occur. The process shall proceed until one candidate receives a majority of votes.
- 8.8 Where there is a poll for multiple positions (two or more members of the executive), each member shall cast a vote for the number of positions to be filled. At any stage when a member receives a majority of votes they will be declared elected. If as a result of a poll, no candidate achieves a majority of votes, the candidate receiving the least number of votes, shall be eliminated from the list of candidates and a further poll conducted.
- 8.9 In case there is more than one candidate with the least number of votes in a round of polling, proceed as in item 8.7 above.

9 Powers.

- 9.1 The Executive acting between the OSFO annual assembly or other meetings shall exercise such powers as are needed to fulfill the objects of the organisation except:-
- 9.1.1 The Executive shall not have the power to commit members to any financial obligation beyond their annual membership fee for the current year.
- 9.1.2 The Executive may not commit the organisation to any financial commitment, which it does not have the means to fulfill.
- 9.1.3 The Executive does not have the power to commit individual member federations to continuing or ongoing obligations, which a reasonable person would judge to be the responsibility of the individual member federation.

10 Voting.

- 10.1 All voting for positions shall be by secret ballot.
- 10.2 All voting on motions shall be by a show of hands.
- 10.3 At the request of 25% of members present for a meeting, a vote must be conducted as a secret ballot.

- 10.4 Each member of OSFO shall be entitled to one vote at any meeting provided they have paid their membership fees for the current year.
- 10.5 Members of the OSFO executive shall only vote at general meetings of the organisation, if they represent a member.
- 10.6 The Chair of the organisation shall only hold a deliberate vote. The chair does not have an additional “casting vote”.
- 10.7 Any vote or poll that is not decided in the majority shall be lost.

11 Finance

- 11.1 The Secretary General shall keep a record of all monies received and spent and on a six monthly basis shall provide the members with a written statement of income and expenditure and a balance sheet.
- 11.2 The accounts of OSFO shall be kept and reported in the currency of the country where the Secretary General is resident.
- 11.3 The annual membership fee shall be denominated in US dollars (USD) and converted at the time of setting to the currency of the place of residence of the Secretary General (domestic currency). The domestic currency annual membership fee will remain fixed for the year of membership irrespective of the movements in the USD:domestic currency rate.
- 11.4 The Secretary General shall provide to the annual assembly, a *Statement of Income and Expenditure* for the calendar year concluding December 31st preceding the annual assembly and a *Balance Sheet* for the organisation at the end of year date.
- 11.5 The funds of OSFO shall be kept in an account in the name of OSFO at an established and reputable financial institution in the home city of the Secretary General.
- 11.6 The Secretary General shall make no payment without the written approval of the executive. An email shall constitute written approval.
- 11.7 In seeking approval for the payment of accounts, the Secretary General shall provide the executive with a written statement of all accounts to be paid. The Statement should include the following details;
 - 11.7.1 Person/company to whom payment is to be made
 - 11.7.2 Contact details of the payee
 - 11.7.3 Services for which payment is being made
 - 11.7.4 Date/period during which services were rendered.

11.8 Within 28 days of the expiration of the term of office or resignation of the Secretary General a full statement of income and expenditure and a balance sheet will be provided to the Chairman and all funds managed by the Secretary General will be turned over to the new Secretary General unless no such officer exists. In this case the retiring/resigning Secretary General will obey the directives of the remaining executive members in this regard.

12 Constitutional Amendments.

12.1 This Constitution may be amended by an absolute majority vote of members present at the annual assembly or at a meeting called for that purpose.

12.2 In order that a constitutional amendment may be considered, it must be submitted to the Secretary General one calendar month prior to the date set for the Congress or any meeting called for the purpose of amending the constitution.

12.3 Any proposal to amend the constitution must be signed by a majority of members of the executive or by 10% of the membership in calendar year prior to the Congress or meeting called for the purpose of amending the constitution.

12.4 Any proposal to amend the constitution must clearly identify the clause to be deleted, modified or added.

12.5 Within 7 days of receipt of a proposal to amend the constitution, the Secretary General must deliver in writing to each member a copy of the proposed amendment.

13 Copies of the Constitution.

13.1 OSFO will keep a physical copy of the constitution at the office of the Secretary General.

13.2 OSFO will cause to be displayed on its website and such other public noticeboards as it may from time to time maintain, a current copy of its constitution.

13.3 OSFO will supply on request by electronic means to any member requesting, the latest copy of its constitution.

13.4 The Secretary General will be responsible for maintaining a register of all changes to the constitution.

14 Suspension and Expulsion

14.1 The Congress shall have the power to suspend or expel a member if it can be shown that

14.1.1 The member is acting in a manner prejudicial to the activities of OSFO.

14.1.2 The member is acting in a manner that could damage the image or reputation of OSFO.

14.1.3 The member is acting in a manner in conflict with the objects of OSFO.

14.2 The executive of OSFO will have the power to request of a member federation, the replacement of an individual representing the member, who it believes is guilty of any of the actions described in 14.1 above.

15 Dispute Resolution and Appeal Mechanism

15.1 OSFO will establish and publicise to members a Dispute Resolution Mechanism.

15.1.1 The operation of the Dispute Resolution Mechanism will be governed by a set of regulations approved by OSFO in Congress.

15.1.2 The Dispute Resolution Mechanism shall have an arbitration function and will have no power to impose decisions on either party in dispute.

15.1.3 Once established, members and OSFO agree to use the Dispute Resolution Mechanism as a first recourse in all matters of dispute.

15.2 OSFO will establish and publicise to members, an independent Appeal Mechanism to be referred to as the OSFO Appeal Panel, which will be available to any member who wishes to appeal a decision of the Executive or Congress.

15.2.1 The composition and operation of the Appeal Panel will be governed by a set of regulations approved by OSFO in Congress.

15.2.2 OSFO recognises the right of the Appeal Panel to make binding decisions in resolution of an Appeal.

15.2.3 Once established, members agree to use the Appeal Mechanism to resolve disputes.

16 Motion of No Confidence

16.1 Members may institute a vote of no confidence in an officer or officers of OSFO by proposing a resolution which has the support of 25% of the financial members from the previous calendar year.

16.1.1 A motion of no confidence must be accompanied by a written submission detailing the reasons for the motion of no confidence.

16.1.2 If the motion is put and supported outside of Congress, the Executive will immediately and within no more than one month of receipt of the motion, call a meeting either physical or electronic to consider the motion.

16.1.3 An officer or officers who are the subject of a motion of no confidence shall be given the right to have a written response to the motion of no

confidence, circulated to the members prior to a consideration of the motion.

- 16.1.4 An officer or officers who have had a successful no confidence motion passed against them will resign from the executive of OSFO. Their positions will be considered casual vacancies and will be filled according to the provisions of clause 7.4.

17 Delegation

17.1 OSFO in annual assembly or the OSFO executive may from time to time appoint persons or organisations to carry out activities on its behalf.

17.2 Any delegation must comply with the objects of the organisation and the person or organisation to which functions or activities have been delegated will be bound by the constitution and by-laws of the organisation.

18 Interpretation

18.1 The Executive of OSFO shall be responsible in the first instance for interpretation of the constitution. They shall be able to seek legal advice should they wish to do so.

18.2 In the event that more than 10% of OSFO members disagree with the interpretation provided by the executive, the organisation shall seek clarification from a legal advisor provided by ONOC.

19 Language

19.1 The official language of OSFO is English. All correspondence and all meetings will be conducted in English.

20 By-Laws

20.1 OSFO may establish such by-laws as are deemed necessary to give effect to the provision of the constitution and the objects of the organisation.

20.2 The Secretary General shall be responsible for maintaining an up to date record of the By-Laws.

20.3 The By-Laws shall be displayed on the website of OSFO and such other public noticeboards as the organisation may establish from time to time.

20.4 The Secretary General shall supply in electronic form to any member requesting it, the latest version of the OSFO By-Laws.

21 Anti-Doping Policy

21.1 OSFO supports the global campaign against doping in sport and endorses the WADA anti-doping code.

21.2 OSFO shall only admit as members those organisations which endorse the WADA code.

22 Logo

22.1 Membership of OSFO will confer the right to use the OSFO logo in stationery, on websites and similar applications.

22.2 A member may not represent by word, deed, action, or by use of letterheads, logos or names, that it acts for, or represents OSFO unless the General Meeting or the Executive specifically confers and notifies in writing, that right.

22.3 A member, if directed by the executive shall desist in the use of the OSFO logo.

23 Dissolution

23.1 In the event that OSFO fails to achieve a quorum after three successive attempts to do so or if a resolution is passed to dissolve the organisation, the executive shall take all necessary steps to wind up the organisation.

23.2 If after the settlement of all obligations and debts, there remain any financial or others assets belonging to OSFO these shall be turned over to ONOC or such other representative of the IOC which operates in the Oceania region and which has objects similar to those of OSFO.

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