

SOUTH AFRICAN FOOTBALL ASSOCIATION

ARTICLES OF ASSOCIATION

DEFINITIONS

In this Constitution, the Rules and Regulations, unless the context indicates otherwise,

“Associate Member” means an associate member contemplated by Article 11.2;

“CAF” means the Confederation Africaine de Football;

“CAF Statutes” or “Statutes of CAF” includes the statutes, rules and regulations of CAF;

“Chief Executive Officer” means the Chief Executive Officer contemplated by Article 12.2.3;

“Constitution” means these Articles of Association;

“Constitution of the Republic” means the Constitution of the Republic of South Africa Act 108 of 1996;

“COSAFA” means the Confederation of Southern African Football Associations;

“LFA” means a Local Football Association contemplated by Article 11.1.3;

“executive office in SAFA” means the positions of President, Vice-Presidents, or member of the National Executive Committee;

“FIFA” means the Federation Internationale de Football Association;

“FIFA Statutes” or “Statutes of FIFA” includes the statutes, rules and regulations of FIFA;

“foreign company” means a company registered outside the Republic of South Africa or controlled, directly or indirectly, by such a company or companies;

“General Council” means the General Council of SAFA as contemplated by Article 12.1;

“General Meeting” means an Annual General Meeting, a Special General Meeting or an Ordinary General Meeting;

“League members of the National Executive Committee” means the 3 members of the National Executive Committee appointed by the League in terms of Article 12.2.1(c);

“League Vice President” means the Chairperson of the League, acting in his capacity as a Vice President of SAFA;

“Management Committee” means the Management Committee contemplated by Article 12.3;

“Member” means a Regional Member, Associate Member or the special member;

“member in good standing” means a member which has complied with all obligations imposed upon members by the Constitution;

“National Association” means a national football association affiliated to FIFA;

“National Executive Committee” means the National Executive Committee contemplated by Article 12.2;

“office-bearer” means the President, a Vice-President or any other member of the National Executive Committee;

“ordinary Vice-President” means a Vice-President other than the League Vice-President;

“Regional Member” means a Regional Member contemplated by Article 11.1;

“Regulations” means Regulations made in terms of the Constitution;

“Rules” means Rules made in terms of the Constitution;

“S.A.S.C.O.C. means the South African Sports Confederation and Olympic Committee;

“SAFA” means the South African Football Association;

“Special Member” means the National Soccer League or the League;

NAME**ARTICLE 1**

- 1.1 The Association hereby constituted shall be known as the South African Football Association and shall be abbreviated "SAFA".
- 1.2 In this Constitution, the Association is referred to as "SAFA".

COLOURS AND EMBLEM**ARTICLE 2**

- 2.1 The colours of SAFA shall be Black, Gold and White with Green, and the emblem shall be a portrayal of a football partly overlaid with a sphere depicting the map of South Africa.

AREA OF JURISDICTION**ARTICLE 3**

- 3.1 The area of jurisdiction of SAFA shall be the Republic of South Africa.

HEADQUARTERS**ARTICLE 4**

- 4.1 The headquarters of SAFA will be in Johannesburg.

FOUNDER MEMBERS**ARTICLE 5**

- 5.1 It is recorded that the founders of SAFA were the Soccer Association of South Africa and its professional wing The National Soccer League, the South African Soccer Federation and its professional wing The Federation Professional League, the South African National Football Association and its professional wing the National Professional Soccer League, and the Football Association of South Africa.

DATE OF INCORPORATION**ARTICLE 6**

- 6.1 The date of incorporation of SAFA was 23 March 1991.

LEGAL PERSONALITY**ARTICLE 7**

- 7.1 SAFA shall be a *universitas* with full legal personality including the rights to sue and be sued in its own name and to hold property in its own name.
- 7.2 No member or office-bearer of SAFA shall have any right to its assets nor incur any liability for its obligations.

AIMS AND OBJECTIVES**ARTICLE 8**

SAFA shall have the following aims and objectives:

- 8.1 To promote, advance, administer, co-ordinate and generally encourage the game of football in South Africa in accordance with the principles as laid down in the Statutes of FIFA.

- 8.2 To consider and establish rules to control football in South Africa.
- 8.3 To enforce the Laws of the Game as promulgated by FIFA from time to time and to protect the game against any form of abuse.
- 8.4 To initiate, negotiate, arrange, finance and control tours and matches of teams to and from South Africa.
- 8.5 To settle disputes arising between members or bodies or persons connected directly or indirectly with football within the jurisdiction of SAFA.
- 8.6 To raise and administer the funds of SAFA in such a manner as SAFA may deem advisable and in particular by means of subscriptions, donations and sponsorships.
- 8.7 To acquire and develop playing facilities including the construction of stadia.
- 8.8 To affiliate to CAF, FIFA, SASCOC and COSAFA.
- 8.9 To distribute monies to its members for the protection, promotion and advancement of amateur football.
- 8.10 To do all such things as may be incidental or conducive to the attainment of the objectives or any one of them.

POWERS OF THE ASSOCIATION

ARTICLE 9

Subject to Article 22 below, SAFA shall have the full power and authority to do any act, matter or thing as may be required to give effect to the aims and objectives of SAFA as described herein, including, but not limited to the following powers:-

- 9.1 To engage staff on the basis of a policy of fair employment and equal opportunities, acquire assets and enter into commitments for the promotion of its aims and objectives
- 9.2 To confer honours and awards on individuals, in recognition of their contribution to football in South Africa.
- 9.3 To grant practical and financial assistance to individuals and organisations in order to enable them to promote ideas and concepts consistent with the objects of SAFA
- 9.4 To enter into donor funding arrangements with companies or individuals and to solicit and accept fees, donations, bequests, contributions, and subscriptions for the funds of SAFA, provided

however that SAFA shall ensure that no donor will derive any monetary advantage from any monies paid to and on behalf of SAFA.

- 9.5 To take, lease, purchase or otherwise acquire premises, equipment, vehicles, furniture and other property or assets, whether movable or immovable which may be deemed necessary or convenient for any of the purposes of SAFA, and in order to provide suitable equipment, accommodation and facilities.
- 9.6 To improve, manage, develop, exchange or lease, mortgage, sell, dispose of, turn to account and grant options, rights and privileges in respect of, or otherwise deal with, all or any part of the property and rights of SAFA.
- 9.7 Subject to Article 10.6 below, to subscribe, grant subsidies out of, administer and invest the funds of SAFA in such manner as it may be deemed best to achieve the objects and purposes of SAFA.
- 9.8 To borrow, or raise money in such a manner as SAFA shall deem fit, and in particular to secure payment of any money borrowed by means of mortgage, pledge, charge or lien to secure and guarantee the due performance by SAFA of any obligation or liability it may undertake.
- 9.9 To open and operate banking accounts and to draw, make, accept, endorse, sign, discount, execute, issue cheques, promissory notes, bills of exchange, bills of lading, warrants, debentures and other negotiable documents.
- 9.10 To make rules which shall not be inconsistent with the terms of this Constitution. The Rules of SAFA shall have the same force and effect as if they were incorporated in the Articles of the Constitution.
- 9.11 To select teams for International and Representative matches at all levels and to arrange tours and to sanction matches in and regulate the transfer of players to and from the Republic of South Africa in terms of the FIFA Regulations.
- 9.12 To keep or cause to be kept, true accounts of all receipts, credits, payments, assets and liabilities of SAFA and all other matters necessary for showing the correct financial state of affairs of SAFA. The accounts shall be kept in such books and in such manner as the National Executive Committee deems fit and to the satisfaction of the Auditors of SAFA.
- 9.13 To appoint auditors to audit annual accounts of SAFA.
- 9.14 To inquire into the administrative and/or financial affairs of Members, and, where necessary, to recommend corrective measures in this regard, and if these measures are not implemented to take over the

administrative and/or financial affairs of the Member until these are placed on a satisfactory footing.

- 9.15 To appoint such sub-committees or commissions upon such terms as it may consider necessary to give effect to its powers.
- 9.16 To suspend, fine, terminate the membership of or otherwise deal with any Member, District Association, Club or individual affiliated to SAFA or any of its Members for infringing the Constitution, policies, principles or resolutions of SAFA or for engaging in acts of misconduct, improper practices, misdemeanour, acts of defiance, or for bringing SAFA into disrepute.

FINANCE

ARTICLE 10

- 10.1 SAFA shall be conducted on a non-profit basis, with the intent and purpose that its capital and income, shall be applied solely towards the promotion of its objects, and no portion thereof shall be paid or transferred directly or indirectly, (whether by salary, dividend, bonus or otherwise howsoever) by way of profit or distribution to any of the Members of SAFA or their office bearers or members, provided that nothing herein contained shall preclude the payment in good faith to a Member or any other person of:-
 - 10.1.1 reasonable remuneration for the services actually rendered for or on behalf of SAFA;
 - 10.1.2 reimbursement of actual costs, expenses and other commitments incurred on behalf of SAFA;
 - 10.1.3 payment of gratuity and/or pension on the retirement of any person who previously shall have been in the employ of SAFA;
 - 10.1.4 payment of honoraria to members of the National Executive Committee on a basis to be determined and approved by the Annual General Meeting.
- 10.2 The financial year of SAFA shall close on 30 June in each year.
- 10.3 The signatories shall be any two of the five (5) duly authorised by SAFA.
- 10.4 The financial resources of SAFA shall include, but not be limited to:-
 - 10.4.1 Annual subscription fees of Members;
 - 10.4.2 National competition entry fees;

- 10.4.3 Player Registration fees;
- 10.4.4 Donations, subject to section 30(3)(b)(v) of the Income Tax Act 58 of 1962;
- 10.4.5 Loans;
- 10.4.6 State grants;
- 10.4.7 Returns on investments;
- 10.4.8 Interest on loans;
- 10.4.9 Proceeds of sales of assets.
- 10.4.10 Radio and electronic broadcasting rights.
- 10.5 SAFA may invest its funds only
 - 10.5.1 with a financial institution as defined in section 1 of the Financial Institutions (Investment of Funds) Act 39 of 1984,
 - 10.5.2 in securities listed on a licensed stock exchange as defined in the Stock Exchanges Control Act 1 of 1985,
 - 10.5.3 in any other prudent investments covered by section 30(3)(b)(ii)(cc) of the Income Tax Act 58 of 1962
- 10.6 Notwithstanding Article 10.5, SAFA may retain any investment which is donated or bequeathed to it in the form that it was so donated or bequeathed, provided that SAFA may not retain any investment in the form of a business undertaking or trading activity or of an asset which is used in a business undertaking or trading activity
- 10.7 SAFA may not carry on any business undertaking or trading activity otherwise than to the extent that
 - 10.7.1 the undertaking or activity is
 - (a) integral and directly related to the objects of SAFA, and
 - (b) carried out or conducted on a basis substantially the whole of which is directed towards the recovery of cost and which would not result in unfair competition in relation to taxable entities; or
 - 10.7.2 if the undertaking or activity is not integral and directly related to the objects of SAFA, it should be of an occasional nature and undertaken on a voluntary basis without compensation.

The Members of SAFA shall consist of the following:

11.1 Regional Members

11.1.1 There shall be fifty-two (52) regional members, categorized as follows:

(a) Regions:

- (i) In the Province of Western Cape (Cape Town)
 - West Coast (Malmesbury)
 - Boland (Stellenbosch)
 - Overberg (Swellendam)
 - Eden (George)
 - Central Karoo (Beaufort West)
 - Cape Town Unicity (Cape Town)

- (ii) In the Province of Northern Cape (Kimberley)
 - Namakwa (Springbok)
 - Pixley-ka-Seme (De Aar)
 - Siyanda (Upington)
 - Kgalagadi (Kathu)
 - Frances Baard (Kimberley)

- (iii) In the Province of the Eastern Cape (Bisho)
 - Cacadu (Grahamstown)
 - Amathole (East London)
 - Chris Hani (Queenstown)
 - Ukhahlamba (Aliwal North)
 - O R Tambo (Umtata)

- Alfred Nzo (Mount Ayliff)
 - Nelson Mandela (Port Elizabeth)
- (iv) In the Province of Free State (Bloemfontein)
- Xhariep (Trompsberg)
 - Motheo (Bloemfontein)
 - Lejweleputswa (Welkom)
 - Thabo Mofutsanyana (Phuthaditjhaba)
 - Fezile Dabi (Kroonstadt)
- (v) In the Province of Kwazulu-Natal (Pietermaritzburg)
- Ugu (Port Shepstone)
 - Umgungundlovu (Pietermaritzburg)
 - Uthukela (Ladysmith)
 - Umzinyathi (Dundee)
 - Amajuba (Newcastle)
 - Zululand (Ulundi)
 - Umkhanyakude (Mtubatuba)
 - UThungulu (Richards Bay)
 - iLembe (Kwa Dukuza)
 - Sisonke (Ixopo)
 - Ethekwini (Durban)
- (vi) In the Province of Mpumalanga (Nelspruit)
- Gert Sibande (Standerton)
 - Nkangala (Witbank)

- Ehlanzeni (Nelspruit)
- (vii) In the Province of Limpopo (Polokwane)
 - Mopani (Giyani)
 - Vhembe (Thohoyandou)
 - Capricorn (Polokwane)
 - Waterberg (Bela-bela)
 - Sekhukhune (Groblersdal)
- (viii) In the Province of North West (Mafikeng)
 - Bojanala (Rustenberg)
 - Central (Mafikeng)
 - Bophirima (Vryburg)
 - Southern (Klerksdorp)
- (ix) In the Province of Gauteng (Johannesburg)
 - Sedibeng (Vereeniging)
 - Johannesburg (Johannesburg)
 - Ekurhuleni (Germiston)
 - Metsweding (Bronkhorspruit)
 - Tshwane
 - West Rand

11.1.2 Each regional member must be a representative unit for amateur football within its respective region.

11.1.3 Where the footballing activities of a regional member are organized on local level, the constitution of the relevant regional members shall provide for recognition and representation of the Local Football Association which are representative units of respective localities in accordance with

the relevant municipal boundaries and shall set out the powers of such Local Football Association.

11.2 Associate Members

11.2.1 The following associations are recognized as Associate Members:

- (a) South African Football Medical Association
- (b) South African Students Sports Union (Football)
- (c) South African Football Coaches Association
- (d) South African Schools Football Association
- (e) South African National Defence Force (Football)
- (f) South African Masters Football Association
- (g) South African Industrial League
- (h) South African Deaf Association

11.2.2 SAFA may, by a majority vote taken at an Annual General Meeting or a Special General Meeting convened inter alia for this purpose, grant associate membership status to any other association operating on a national level provided that no associate membership shall be granted to an association with the same aims and objectives as SAFA.

11.2.3 SAFA may, by a two-thirds majority vote taken solely for this purpose, withdraw its recognition of any associate member contemplated by paragraphs 11.2.1 or 11.2.2 above, in which event, the relevant association will cease, forthwith, to be an associate member of SAFA.

11.2.4 In matters of mutual interest, SAFA and any members shall enter into a written agreement covering issues such as a joint liaison committee, selection of the national team, communication, leagues whether national or otherwise, compensation, levies, disputes, referees, coaches and the like.

11.3 The Special Member

11.3.1 The National Soccer League, incorporating the Premier Soccer League and the 1st Division shall be a Special Member and shall hereafter be referred to as "the League" as defined in the FIFA Statutes.

11.3.2 Subject to Articles 11.5.1 and 11.5.2 the rights, powers and obligations of the National Soccer League shall be as set out in this Constitution and in the NSL Handbook or any amendment thereof.

11.4 Honorary Membership and Life Membership

- 11.4.1 The General Council, on the proposal of the Executive Committee, may grant the titles of Honorary Member or Life Member to a person or persons who has rendered meritorious service to SAFA.
- 11.4.2 The Honorary President or Life Member shall attend the General Council Meeting and the Executive Committee Meetings without the right to vote.
- 11.4.3 Honorary Members or Life Member shall attend in the discussions of the General Council Meetings without the right to vote.

11.5 Requirements for Memberships

No association or league will be eligible to acquire or to retain membership of SAFA unless:

- 11.5.1 It has a constitution which provides for:
 - (a) open elections to be held at intervals of not more than four (4) years; as well as holding Annual General Meetings for the membership.
 - (b) regular audited financial statements to be presented to its membership on an annual basis.
 - (c) file a declaration that it will always comply with the Constitution, Statutes, Regulations and decisions of SAFA, CAF and FIFA and ensure that these are also observed and respected by its members, clubs, officials and players.
 - (d) file a declaration that it recognizes the Court of Arbitration (CAS) in Lausanne, as specified in this Constitution.
 - (e) file a declaration to the effect that the member guarantees that it can make decisions independently of any external entity.
 - (f) file a copy of the minutes of every Annual General Meeting within 90 days after the meeting.
- 11.5.2 It has complied fully with such provisions of its constitution and has provided proof of such compliance to SAFA.

11.6 Subordinate Status of Members

Members shall be subordinate to SAFA and must comply with this constitution, the Regulations and any directive issued by SAFA.

11.6.1 No amendments to the Constitution or Rules of any member shall be of any force and effect and until the National Executive of SAFA has ratified it.

11.6.2 No provision of the Constitution or Rules of a member or any amendment thereof which conflicts with a provision of this Constitution, the Statutes of CAF or FIFA shall be of any force and effect, irrespective of whether or not it has been ratified by the National Executive Committee.

11.7 Membership matters to be Regulated in the Rules

The Rules may regulate any matters relating to Membership, including but not limited to the following matters:

11.7.1 The procedure for affiliation of members;

11.7.2 The colours and emblems of regional members;

11.7.3 The membership fees and subscriptions to be paid by members;

11.7.4 The obligations of members with respect to financial statements and books of accounts; and

11.7.5 The grounds on which members may be suspended from SAFA.

11.8 Rights of Members

11.8.1 To participate in the General Council of SAFA, to receive agenda in advance, to receive notices of General Council Meetings within the prescribed time and to exercise their voting rights.

11.8.2 To draw up proposals for inclusion in the agenda of the General Council

11.8.3 To nominate candidates for all bodies of SAFA to be elected and appointed.

11.8.4 To be informed of the affairs of SAFA through the official structures of SAFA.

11.8.5 To participate in competitions (wherever relevant) and other activities organized by SAFA.

- 11.8.6 To exercise all of the rights arising from the Constitution, Rules and Regulations of SAFA, subject to other provisions in this Constitution and applicable regulations.

11.9 Suspension of Members

- 11.9.1 SAFA shall have the right to impose the suspension of members, their affiliates and officials / players subject to a due process of the Disciplinary Committee.
- 11.9.2 A suspended member / affiliate / official shall temporarily lose his / hers/ its membership rights. Other members may not entertain any sporting or official contact with a suspended member.
- 11.9.3 SAFA shall recognize the suspension of members imposed at other levels of the organization.

11.10 Expulsion of Members

- 11.10.1 SAFA may expel a member, its affiliate / official / player if the Disciplinary Committee renders a verdict of repeated violations of the constitutional obligations and breaches of regulations, directives or decisions of SAFA, CAF or FIFA.

GOVERNING BODIES

ARTICLE 12

12.1 General Council (GC)

- 12.1.1 The General Council (GC) shall be the supreme decision making body of the Association and shall comprise all office bearers and duly appointed delegates of members, meeting at the occasion of the Annual General Meeting (AGM), General Meeting (GM) and/or Special General Meeting (SGM).
- 12.1.2 The General Council shall also monitor the activities of the commercial entity and shall agree on the mandate of the member appointed in terms of Article 14.7.12 hereunder to represent the Association as shareholder at the Annual General meeting of the commercial entity.
- 12.1.3 **Governing Council.**
The Chief Executive Officer shall prepare the agenda of the General council Meeting based on proposals from the Executive Committee and the members. Any proposal that a member wishes to submit to the General Council shall be sent in writing, with a brief explanation at least 30 days prior to the date of the General Council Meeting.

12.2 National Executive Committee

12.2.1 The National Executive Committee shall comprise the following office bearers:-

- (i) The President
- (j) Three (3) Vice-Presidents, one of whom shall be the Chairperson of the League and who shall not be eligible to hold any other Executive Office within the Association.
- (k) Eighteen (18) additional National Executive Members, six (6) of whom shall be elected from a National List, nine (9) of whom shall be elected from a Provincial List and three (3) of whom shall be appointed by the League.

12.2.2 The members of the National Executive Committee shall be elected in terms of Article 13 below and shall hold office for a term of 4 years. All National Executive Members shall be eligible for re-election and shall retain Office until their successors have been elected.

12.2.3 The Chief Executive Officer, who shall be employed by SAFA on such terms as it deems fit, shall be an ex officio member of the National Executive Committee, but shall have no voting rights at meetings of the National Executive Committee.

- (a) The Chief Executive Officer shall be appointed on the basis of an agreement governed by the labour law, and shall have the necessary qualifications.
- (b) The Chief Executive Officer shall be the Accounting Officer for the Association.
- (c) The Chief Executive Officer shall be responsible for implementing Resolutions of the General Council and National Executive Committee in accordance with the Constitutional imperatives.
- (d) The Chief Executive Officer shall organise and attend all General Council, Executive Committee, Standing and Ad Hoc Committee Meetings, where possible.
- (e) The Chief Executive Officer shall be responsible for the management of the correspondence of the Association.
- (f) The Chief Executive officer shall be responsible for the appointment and management of all staff of the Association.

12.2.4 Powers and duties of the National Executive Committee

- (a) To appoint the following standing committees which shall consist of a Chairperson who shall be a member of the National Executive Committee and such other members as are deemed necessary:
 - (i) Technical Committee
 - (ii) Youth and Development Committee
 - (iii) National Referees' Committee
 - (iv) Women's Football Committee
 - (v) Finance and Administration Committee
 - (vi) Legal and Constitutional Affairs Committee
 - (vii) Medical Committee
 - (viii) Joint Liaison Committee
 - (ix) Security, Protocol and Fair Play Committee
 - (x) Provincial Affairs Committee
 - (xi) Competitions Committee
 - (xii) Indoor Football
 - (xiii) Beach Football

- (b) To appoint the following judicial committees:
 - (i) National Appeal Committee
 - (ii) National Disciplinary Committee
 - (iii) Dispute Resolution Committee

- (c) To appoint sub-committees;

- (d) By Regulation to assign any functions to a standing committee.

- (e) Subject to the Constitution, Rules and Regulations, to delegate any of its powers to the management committee, a standing committee, judicial committee or sub-committee.

- (f) To approve the budget and all intended expenditure of SAFA.

- (g) To enact, repeal and amend the Regulations of SAFA, provided that
 - (i) the National Executive Committee may make no regulation which is inconsistent with this Constitution, and
 - (ii) any regulation made by the National Executive Committee shall be tabled at the next Annual General Meeting of SAFA and will be of no force and effect beyond the date of that Annual General Meeting unless it is ratified at that Annual General Meeting.

12.2.5 The National Executive Committee shall meet at least once every two (2) months.

12.2.6 Minutes of all National Executive Committee Meetings shall be distributed to members of the Committee within twenty one (21) days of such meeting.

12.2.7 A summary of decisions taken at National Executive Committee Meetings shall be distributed to the Members of SAFA once every two (2) months.

12.2.8 The National Executive Committee shall ensure that Minutes of any General Meetings are distributed to the Members of SAFA within twenty-one (21) days of the meeting in question.

12.3 Management Committee

12.3.1 The Management Committee shall comprise

- (a) The President,
- (b) The Three Vice-Presidents,
- (c) One Additional Member of the National Executive nominated by the National Executive Committee
- (d) The Chief Executive Officer

12.3.2 The Management Committee shall deal with all matters requiring immediate decision between meetings of the National Executive Committee

12.3.3 The business of the Management Committee shall ordinarily be conducted at specially convened meetings, provided that in exceptional circumstances, if it is not practical to convene a meeting of the Management Committee, decisions may be

reached by means of written communication, in which case the National Executive Committee shall be notified immediately.

- 12.3.4 All decisions taken by the Management Committee shall be implemented immediately but must be tabled for ratification by the National Executive Committee at its next meeting.

12.4 Provincial Executive Council

Each province may elect a provincial executive council comprising of:

- 12.4.1 the chairperson who shall be a national executive member representing the province;
- 12.4.2 national executive member/s in the province;
- 12.4.3 the president of each region;
- 12.4.4 the representative of South African Schools Football Association;
- 12.4.5 a representative of SASSU Football in the province;
- 12.4.6 the provincial secretary (employed on terms and conditions);

12.5 Powers of the Provincial Executive Council

Each of the recognised provincial councils shall have the following rights and duties:

- 12.5.1 to comply with and enforce compliance with the SAFA Constitution, Rules and Regulations;
- 12.5.2 to co-operate with SAFA in all matters relating to the organization of provincial competitions and football in general;
- 12.5.3 to organize its own provincial, regional and/or local competitions;
- 12.5.4 to elect, as the provinces representatives, provincial members to the SAFA Executive Committee in terms of Article 12.2;
- 12.5.5 to ensure that representatives it has appointed to the SAFA structures and elected to the executive committee, exercise this function with due respect and attention;
- 12.5.6 to appoint committees which will work in close co-operation with the corresponding SAFA committees;

- 12.5.7 generally to take all action it deems useful to encourage the development of football by organizing seminars, courses, etc.;
- 12.5.8 to procure the funds required to fulfil its duties adequately.

ELECTIONS OF OFFICERS

ARTICLE 13

- 13.1 Subject to the provisions of this Article, the election of office-bearers shall be by vote of delegates and office-bearers present at a Quadrennial Annual General Meeting of SAFA.
- 13.2 Only representatives of Members in good standing shall be eligible for election as an office bearer or member of the National Executive Committee.
- 13.3 Each delegate and office-bearer present at the election AGM shall have one vote in any election of office bearers, provided that no delegate shall be entitled to vote unless the Member which he/she represents is a Member in good standing.
- 13.4 Any Member in good standing shall be entitled to submit nominations for the President, the two Vice-Presidents other than the League Vice-President and the National List of candidates for election.
- 13.5 Only Regional Members shall be entitled to submit nominations from their Province to the Provincial List of candidates for election.
- 13.6 Sixty (60) days prior to the date of the Annual General Meeting the Chief Executive Officer shall distribute nomination forms to Members per registered post.
- 13.7 Members shall submit the original nomination forms to SAFA's auditor such that they are received at least thirty (30) days prior to the date of the Annual General Meeting. The closing date and time shall be specified in a circular distributed by the Chief Executive Officer with the nomination forms.
- 13.8 No nomination form will be accepted by SAFA unless:-
 - 13.8.1 The nomination form is signed by the President/Chairperson and the Secretary of the Member submitting the nomination; and
 - 13.8.2 The nominee has submitted to the auditor his signed acceptance of the nomination on the form provided for this purpose, or on a copy or facsimile thereof, and this signed

acceptance has been received by the auditor at least thirty (30) days prior to the date of the Annual General Meeting.

- 13.9 The onus shall be on the Member concerned to ensure that nominations and acceptances are received by the auditor on or before the closing date.
- 13.10 Within seven (7) days after the closing date for nominations, the auditor shall submit a list of those persons properly nominated to the Chief Executive Officer. The original nomination forms shall be retained by the auditor.
- 13.11 The Chief Executive Officer shall send the list of nominations as received from the auditor to all Members along with the agenda for the Annual General Meeting.
- 13.12 Prior to the commencement of the elections, the meeting shall elect an electoral officer and two other persons who are not candidates for office, to conduct the elections.
- 13.13 Should there be fewer nominations for a post than there are vacancies to be filled nominations may be made from the floor. In such event no nomination will be accepted unless the nominee in question is present at the Annual General Meeting and indicates his/her willingness to accept nomination.
- 13.14 The first person to be elected shall be the President. Should only one nomination be received the candidate shall be declared duly elected unless delegates drawn from at least four (4) members request a ballot. In such event, delegates shall vote either "for" or "against" the candidate. Should the candidate not poll a majority of the votes, fresh nominations shall be taken from the floor. Where more than one nomination is received, the election shall take place by simple majority vote. In the event of a tie, the outgoing President (or if he is a candidate, an outgoing Office Bearer nominated for this purpose by the outgoing National Executive Committee) shall have a casting vote in addition to his/her deliberative vote.
- 13.15 Following the election of the President, the two ordinary Vice-Presidents shall then be elected. Should only two nominations be received, the candidates shall be declared duly elected. Should more than two nominations for these positions be received, then such nominations will be determined by means of a ballot with the two candidates polling the most number of votes elected to the position of Vice-Presidents. In the event of the election not yielding two candidates who poll more votes than any of the other candidates,
 - 13.15.1 if one candidate polled the highest number votes, s/he will be elected Vice-President and there will be a second ballot in respect of all candidates who polled the second highest

number of votes. The second election will take place by plurality vote with the President having a casting vote in addition to his/her deliberative vote in the event of a tie;

13.15.2 if no single candidate polled the highest number of votes, there will be a second ballot in respect of all candidates who polled the highest number of votes, with the two candidates polling the highest number of votes elected to the position of Vice-President. If the second ballot does not yield two candidates who poll more votes than any of the other candidates, the President will have a casting vote or votes as the case may be in addition to his/her deliberative vote, provided that if there is any candidate who polled more votes than any of the remaining candidates in the second ballot, the President will be obliged to exercise one of his/her casting votes in favour of that candidate.

13.16 Following the election of the two ordinary Vice Presidents, the President shall announce the names of the League Vice President and the League members of the National Executive Committee.

13.17 Thereafter six (6) additional National Executive Members from the National List using a single round of voting, with the six (6) candidates pulling the highest number of votes being elected. Where only six (6) nominations are received, the nominated candidates shall be declared duly elected. Delegates may vote for a maximum of six (6) candidates, but may vote for less than six (6). In the event of a tie affecting the result of the election, the President shall exercise a casting vote or votes in addition to his/her deliberative vote.

13.18 Should any dispute relating to an election arise during or the meeting, the electoral officer shall rule thereon, and his/her ruling shall be final and may not be challenged by any candidate, delegate or Member.

13.19 Subject to the provisions of this Article, Office Bearers hold office until their successors have been elected at a Quadrennial Annual General Meeting.

13.20 A vacancy in any office of the National Executive Committee shall occur:-

13.20.1 upon the death or resignation of a member;

13.20.2 If a member is absent from three (3) consecutive meetings of the National Executive Committee without prior permission unless the National Executive Committee upon good cause being shown, otherwise decides;

13.20.3 If a member is found guilty of having conducted himself in any manner likely to prejudice the objects or activities of SAFA

and/or whose conduct has the effect of bringing SAFA into disrepute;

- 13.21 Should the office of any member of the National Executive Committee become vacant, the remaining members of the National Executive Committee shall have the power to co-opt a member in his place until the next Annual General Meeting provided that should the office of the President become vacant, the National Executive shall, at its next meeting, elect one of the two Vice-Presidents other than the League Vice President to act as President until the next Annual General Meeting.
- 13.22 At any Annual General Meeting which is not a Quadrennial Annual General Meeting, elections will be held to fill offices vacated during the previous year. Candidates for such elections may be nominated only in accordance with the nomination procedures of this Article. In each category of Office Bearer in respect of which there are vacancies, delegates may vote for as many candidates as there are vacancies with the required number of candidates who obtain the highest number of votes in the first round of voting being elected. In the event of a tie, the tie-break mechanisms set out in this Article for the relevant category of Office Bearer will apply.
- 13.23 An office bearer elected in accordance with Article 13.22 to fill a vacancy on the National Executive Committee holds office until the next Quadrennial Annual General Meeting.
- 13.24 The President and Chief Executive Officer shall not serve on the Executive body of any Member.

ANNUAL GENERAL MEETING

ARTICLE 14

- 14.1 The Chief Executive Officer shall, by registered post or telefax, give all Members at least ninety (90) days advance notice of the date of the Annual General Meeting, which date shall, subject to Article 14.1, be determined by the National Executive Committee and shall ordinarily be a date in September.
- 14.2 If, by 30 June in any year, no date for an Annual General Meeting has been fixed by the National Executive Committee, until the date of the Annual General Meeting is fixed, any Member may by written notice to the Chief Executive Officer nominate a date for the Annual General Meeting between 100 and 120 days away, and the Chief Executive Officer shall convene the Annual General Meeting for the date nominated in the first such notice s/he receives.
- 14.3 Motions to an Annual General Meeting shall be submitted to the Chief Executive Officer of SAFA in writing per registered post and/or telefax not less than thirty (30) days prior to the date of such Annual General

Meeting. The Chief Executive Officer of SAFA shall circulate all motions submitted to him together with the agenda for the Meeting and the audited financial statements of SAFA to all Members per registered post and/or telefax not less than fourteen (14) days prior to the Annual General Meeting.

- 14.4 Members must forward in writing to the Chief Executive Officer the names of the delegates who will represent them at the Annual General Meeting. Unless such confirmation of is received by the Chief Executive Officer at least seven (7) days before the meeting, the delegates in question will not be accredited and will not be entitled to participate in the meeting.
- 14.5 The Annual General Meeting, on good cause shown, may condone any non-compliance with the time limits set out in this Article.
- 14.6 In the event of a quorum not being present sixty (60) minutes after the proposed time of commencement of the Annual General Meeting, the Annual General Meeting will be postponed to the same day and two (2) weeks later, and at such postponed date whoever shall be present shall then constitute a quorum and the Annual General Meeting will proceed.
A quorum is not required for the second meeting unless any item on the agenda proposes the amendment of the constitution or the election of any member of the National Executive Committee.
- 14.7 The following business will be considered at each Annual General Meeting:-
 - 14.7.1 To approve the credentials of delegates.
 - 14.7.2 To confirm and adopt the Minutes of the previous Annual General Meeting, and any intervening General Meeting.
 - 14.7.3 To receive the Presidential Address.
 - 14.7.4 To consider and adopt the report of the National Executive Committee.
 - 14.7.5 To consider and adopt the Accounts, Audited Balance Sheet and reports of the Auditors for the previous year.
 - 14.7.6 To appoint auditors.
 - 14.7.7 To consider amendments to the Constitution.
 - 14.7.8 To consider regulations made by the National Executive Committee
 - 14.7.9 To consider any applications for Associate Membership.

14.7.10 To accept new Members.

14.7.11 To determine the schedule of fees for the ensuing year.

14.7.12 To hold elections for the National Executive Committee or for the filling of any vacancies thereon.

14.7.13 To consider general matters for which thirty (30) days notice had been given in writing.

14.8 The minutes of an Annual General Meeting shall be distributed to all Members.

SPECIAL GENERAL MEETING

ARTICLE 15

15.1 A Special General Meeting shall be called whenever the National Executive Committee deems it necessary, or by requisition on thirty (30) days notice signed on behalf of one-third ($\frac{1}{3}$) Regional Members in good standing. The agenda for such meeting shall be specified in the requisition.

15.2 Only the business for which the meeting is called shall be discussed at a Special General Meeting.

15.3 The provisions of Articles 14.4, 14.5, 14.6 and 14.8 shall apply to Special General Meetings in the same way as they apply to Annual General Meetings.

GENERAL MEETING

ARTICLE 16

16.1 An Ordinary General Meeting shall be called by the National Executive Committee within six (6) months of the Annual General Meeting or as and when necessary to deal with matters upon thirty (30) days notice.

16.2 The provisions of Articles 14.4, 14.5, 14.6 and 14.8 shall apply to Ordinary General Meetings in the same way as they apply to Annual General Meetings.

REPRESENTATION

ARTICLE 17

- 17.1 The League shall be entitled to appoint six (6) delegates to General Meetings.
- 17.2 Each Regional Association and The League shall be entitled to appoint three (3) delegates to General Meetings.
- 17.3 Each Associate Member shall be entitled to appoint two (2) delegates to General Meetings.
- 17.4 No delegate may be appointed by a Member unless s/he is a member or office bearer of that Member.

VOTING RIGHTS

ARTICLE 18

- 18.1 All delegates of Members in good standing shall be entitled to speak at any General Meeting of SAFA.
- 18.2 The following, if present, shall be entitled to vote:-
 - 18.2.1 The President, Vice-Presidents and Members of the National Executive Committee
 - 18.2.2 Delegates appointed by each member in good standing.
- 18.3 Save where a ballot is requested or specifically provided for herein, voting shall be by a show of hands. Whether voting is by ballot or show of hands, each person entitled to vote shall exercise one vote and, save where specifically provided otherwise in this Constitution, decisions shall be taken by majority vote.
- 18.4 The President shall act as Chairperson at all meetings of SAFA and shall have a deliberative as well as a casting vote.
- 18.5 Each Regional Member shall be entitled to four votes.
- 18.6 Each Associate Member shall be entitled to one vote each.
- 18.7 The League shall be entitled to six votes.
- 18.8 Executive Members shall be entitled to one vote each, subject to the provisions of Article 18.2.1 hereof.

REVIEW AND RESCISSION

ARTICLE 19

- 19.1 Members shall have the right to move a motion to review and rescind any resolution of SAFA. Notice of such motion may be given at the meeting at which the resolution is adopted and must be moved at the following meeting of SAFA on pain of lapsing.
- 19.2 If such notice is not given at the meeting at which the resolution is adopted it must reach the Chief Executive Officer of SAFA thirty (30) days prior to the Meeting at which it is to be moved, and the Chief Executive Officer shall inform all affiliates thereof at least fourteen (14) days prior to the meeting.
- 19.3 No resolution may be rescinded unless two-thirds (2/3) majority of the affiliates present and empowered to vote are in favour of the rescission.
- 19.4 Upon the rescission of a resolution SAFA shall have the power to pass a fresh resolution as it deems fit.
- 19.5 No resolution may be reviewed more than once in any calendar year.

NOTICES

ARTICLE 20

For the purposes of this Constitution and the Rules and Regulations,

- 20.1 Any document sent by registered mail shall be deemed to have been received within seven (7) working days of same having been posted.
- 20.2 Any document proven to have been faxed successfully to a fax line shall be deemed to have been received at the address of that fax line within one (1) working day of same having been faxed.
- 20.3 Any document proven to have been sent successfully by e-mail to an e-mail address shall be deemed to have been received by the owner of that e-mail address within one (1) working day of same having been successfully sent.

AMENDMENT OF THE CONSTITUTION

ARTICLE 21

- 21.1 This constitution shall not be amended, save and except upon a resolution passed by two-thirds of those entitled to vote and present at the time of voting at an Annual General Meeting, or at a Special General Meeting convened for the purpose, after considering such amendment.
- 21.2 When considering an amendment to the Constitution, it shall be competent to adopt an amendment to such amendment.

- 21.3 Subject to Article 21.2, no amendment to the Constitution will be considered unless notice and text of any intended motion by a Member to amend the constitution has been submitted in writing to the Chief Executive Officer at least thirty (30) days prior to the date of the meeting, and has been distributed by the Chief Executive Officer to all members at least 21 days prior to the date of the meeting.
- 21.4 The Executive Committee shall be entitled to submit recommendations pertaining to amendments to the Constitution for consideration by the General Council subject to the following conditions:
- (a) Such recommendations are circulated to all members at least 21 days before the AGM.
 - (b) A member moves adoption of the recommendations at the AGM and another member seconds the recommendation.
 - (c) Such recommendations will be adopted as amendments to the Constitution if two thirds of the members present vote in favour of it.
- 21.5 The text of all amendments to the Constitution shall be forwarded to all members and submitted to the Commissioner for the South African Revenue Service.

TRADING ACTIVITIES

ARTICLE 22

- 22.1 SAFA may not carry on any business which involves ordinary trading operations in the commercial sense, speculative transactions, dividend stripping activities or the letting of property on a systematic or regular basis.
- 22.2 Without derogating from the generality of Article 22.1, SAFA may not participate in any business profession, or occupation of its Members, nor may it provide any financial assistance or any premises or continuous services or facilities to its Members for purposes of carrying out any business, profession or occupation of its Members.

CLUBS

ARTICLE 23

- 23.1 No club may be affiliated to SAFA or to any of its members unless it is entitled to take its own decisions on any matter connected with its affiliation independently of any external body, irrespective of the corporate structure of the club;
- 23.2 No person may have a direct or indirect controlling interest in more than one club affiliated to SAFA or to any of members.

- 25.5 SAFA and each of its members play Association Football in compliance with the Laws of the Game issued by IFAB (the International Football Association's Board).
- 25.6 SAFA shall not play matches or make sporting contacts with Associations that are not members of FIFA or with the provisional members of a Confederation without the approval of FIFA.
- 25.7 The authority for organising international matches and competitions between teams and leagues and / or club teams lays solely with FIFA. No match or competition shall take place without the prior written permission of FIFA, in addition, permission from CAF may be required in accordance with the FIFA regulations.
- 25.8 SAFA is bound to comply with the international match calendar compiled by FIFA.

MATCH AGENTS

ARTICLE 26

- 26.1 The employment of agents or intermediaries in the arrangement of matches shall be permitted.
- 26.2 Agents or intermediaries who arrange matches in South Africa between teams from different countries within the same confederation must be officially recognised by the confederation in question.
- 26.3 Agents or intermediaries who arrange matches between teams from different confederations shall possess an agent's licence issued by FIFA.

PLAYERS' AGENTS

ARTICLE 27

- 27.1 Agents or intermediaries in the transfer of players shall not be recognised unless and until the agent or intermediary is in possession of a valid player agents licence issued,
- 27.1.1 by FIFA, in the case of transfers between clubs falling under the jurisdiction of different national associations, and
- 27.1.2 by SAFA, in the case of transfers between clubs falling under the jurisdiction of SAFA.
- 27.2 Notwithstanding Article 27.1
- 27.2.1 A legal practitioner practicing within the Republic of South Africa may represent a player or club in any matter relating to the transfer of a player from one club to another, and

27.2.2 A player's close relative may represent him/her in matters relating to his/her transfer from one club to another.

27.3 The National Executive Committee shall be empowered to frame regulations governing players' agents consistent with the FIFA Statutes.

PLAYERS

ARTICLE 28

28.1 All players participating in a Competition of SAFA or any of its Members or their affiliates shall be properly registered with a Club before playing in any official match other than a match between teams representing educational institutions.

28.2 Save in cases involving fraud, corruption or a breach of sporting ethics on the part of a player or the Club with which he has purportedly been registered, any player who has been issued by any Member with a registration certificate or registration card purporting to register him to play for a particular Club shall be deemed to have been properly registered with that Club.

28.3 No player may be registered with two Clubs at the same time.

28.4 Any Club may negotiate whatever financial arrangements with its players as may be mutually acceptable. Every player falling under the definition of a non-amateur player in terms of the FIFA Statutes must have a written contract with the club employing him. Such a contract shall be a financial contract concluded for a predetermined period. A copy of the contract shall be provided to SAFA and, upon demand, to FIFA.

28.5 Any player who transfers from a Club situated in another Country shall be required to submit clearance certificates from both his club and the National Association of his previous country. No Club or Member may register a foreign player or allow a foreign player to play in any match unless there has been full compliance with the requirements relating to foreign nationals, both in terms of this Constitution and in terms of the laws of the Republic of South Africa.

28.6 Subject to this Constitution the National Executive Committee shall make regulations consistent with the Constitution of the Republic governing the status, obligations, transfer and registration of players. The National Executive Committee shall ensure that, subject to the requirements of the Constitution of the Republic of South Africa, these regulations are consistent with the FIFA Regulations on the Status and Transfer of Players and any amendments thereof.

INDEMNITY

ARTICLE 29

- 29.1 The officials of SAFA are indemnified against all losses, charges, costs, damages and all other expense and liability they may incur or be put to concerning the bona-fide execution of their duties as officials of SAFA.

DISSOLUTION

ARTICLE 30

- 30.1 SAFA may, by resolution at a special general meeting called solely for this purpose, dissolve the Association.
- 30.2 A resolution to dissolve the Association will be of no force and effect unless
- 30.2.1 it is carried with the support of 75% of the total number of votes which would have been capable of being cast if every member in good standing at the date of the special general meeting concerned had been fully represented at that meeting, and
- 30.2.2 it specifies a public benefit organization or organisations approved in terms of section 30 of the Income Tax Act 50 of 1962 as amended and sharing some of the aims and objectives of SAFA to whom whatever property, capital and accrued income of SAFA remains upon the winding up or dissolution of SAFA, shall be distributed after satisfaction of all debts and commitments of SAFA and the proportions in which any such property, capital or accrued income shall be distributed to such organizations.

FIFA AND CAF

ARTICLE 31

- 31.1 Subject to the Constitution of the Republic, should this Constitution be silent on any matter that may arise, the Statutes of CAF or FIFA shall apply, in that order, and if they too are silent the National Executive shall give a ruling on such matter, which shall be final and binding.

RULES

ARTICLE 32

- 32.1 SAFA may, by a simple majority of votes cast at a general meeting, adopt Rules consistent with this Constitution.
- 32.2 Any Rules made in terms of Article 32.1 may be amended or repealed by a simple majority of votes cast at a general meeting.
- 32.3 Save as is set out in Articles 32.1 and 32.2 above, all Rules shall be deemed to form part of this Constitution and shall be binding on the

Association, all Members and all clubs and persons falling under the jurisdiction of the Association and its Members.

DISPUTE PREVENTION AND RESOLUTION

ARTICLE 33

- 33.1 Every body or individual falling under the jurisdiction of SAFA shall ensure that any dispute that it has with a body or individual falling under the jurisdiction of SAFA is resolved in accordance with the dispute prevention and resolution procedures set out in the Constitution, Rules and Regulations of SAFA.
- 33.2 Where no specific dispute prevention or resolution procedure is set out in the Constitution, Rules or Regulations, disputes shall be resolved by arbitration.
- 33.3 Subject to the Constitution of the Republic, and save in circumstances where there is a need for urgent relief of a sort which cannot be obtained through the dispute resolution procedures contemplated by this Article, no body or individual falling under the jurisdiction of SAFA shall approach a Court of Law to decide on a dispute it has with a body or individual affiliated to SAFA.