

## **CHAPTER III**

### **MEMBERSHIP**

#### **ARTICLE 7**

#### **MEMBERSHIP**

- 7.1 Members of the HKFA shall be those affiliated to the HKFA and admitted as Members in the terms of these Articles. All Members, Players, Officials and their duly authorised representatives shall be subject to and bound by the Articles, the Rules and other rules, codes and regulations of the HKFA. Members may include League Clubs, District Sports Associations, League representatives, Player group, referee groups, coach groups and other agencies so long as they are compliant with the membership criteria set out in Article 8.
- 7.2 The Statutes and Regulations of Members of the HKFA must be approved by the Board of the HKFA.
- 7.3 The Members of the HKFA shall take all decisions on any matters regarding their membership independently of any external body.
- 7.4 No natural or legal person involved in the management, administration or sporting performance of a League Club shall either directly or indirectly exercise control over another League Club whenever the integrity of any match or competition could be jeopardized.
- 7.5 The liability of the Members is limited.
- 7.6 Every Member undertakes to contribute to the assets of the HKFA in the event of its being wound up while he is a Member, or within one year afterwards, for the payment of the debts and liabilities of the HKFA contracted before he ceases to be a Member, and the costs, charges and expenses of winding up, and for the adjustment of the rights of the contributories among themselves, such amount as may be required, not exceeding HK\$1,000.00.
- 7.7 Membership of the HKFA shall consist of two classes: Voting Members and Non-Voting Members.
- 7.7.1 Voting Members shall be entitled to vote at General Meetings and shall be the only class of Members who are entitled to vote at General Meetings. Voting Members shall be divided into two subcategories: (a) League Clubs and (b) Affiliate Members. If a League Club ceases to participate in Matches organised by the HKFA, it shall automatically become a Non-Voting Member but shall be entitled to apply again to become a Voting Member in accordance with Articles 8.1 and 8.2.
- 7.7.2 Non-Voting Members shall be entitled to attend but shall not be entitled to vote at General Meetings.
- 7.8 Membership of the HKFA is not transferable.

#### **ARTICLE 8**

#### **ADMISSION PROCEDURE FOR MEMBERSHIP**

- 8.1 The terms and conditions of membership shall be determined as set out in these Articles. Any legal or natural person wishing to become a Voting Member shall apply in writing to the Chief Executive Officer or the President and such application, if the applicant is a legal person, must include the following items where applicable:
- 8.1.1 a copy of its statutes and rules which shall be legally valid and which must be approved by the Board;
- 8.1.2 a declaration that it is located and registered in Hong Kong;
- 8.1.3 a declaration that itself and its own members and officials shall comply with the Statutes and Regulations of FIFA and AFC, the Articles and the Laws of the Game;
- 8.1.4 a declaration of its independence and that it is freely able to make its own decisions and exercise independent authority when required to vote as a Member;

- 8.1.5 a list of its officials and those who are authorised to represent it;
  - 8.1.6 a declaration that it is dedicated to the development of football as a primary objective or that it provides significant services and benefit to football; and
  - 8.1.7 a declaration outlining the ownership, structure and control mechanisms of the applicant.
- 8.2 The Board shall request that the Assembly either to admit or not admit an applicant as a Voting Member.
- 8.3 Voting Members, once admitted, must ensure compliance with the criteria set out in Article 8.1 and provide evidence of such compliance if requested by the Board.
- 8.4 Any legal or natural person wishing to become a Non-Voting Member shall apply to the general secretariat of the HKFA and provide such documentation as requested by the Board from time to time. The Board has absolute discretion whether to admit an applicant as a Non-Voting Member.

## **ARTICLE 9**

### **FOOTBALL FORUM**

- 9.1 In order to assist the Assembly in its decision to admit new Voting Members, new applicants under Article 8.1 may be first admitted into the Football Forum by the Board, which discusses the issues of all football matters and is able to make comments and suggestions to the Assembly. The Football Forum shall meet immediately prior to any meeting of the Assembly. Any person or organisation seeking entry into the Football Forum must be primarily interested in the development of football or provide significant services to football. At any time at least three months after having been admitted to the Football Forum, members of the Football Forum may apply to the Board to become Voting Members and to join the Assembly. For the avoidance of doubt, members of the Football Forum are not Non-Voting Members unless they apply for non-voting membership of the HKFA pursuant to Article 8.4, and are not Voting Members unless they apply for voting membership of the HKFA pursuant to this Article 9.1.

## **ARTICLE 10**

### **MEMBERSHIP RIGHTS AND OBLIGATIONS**

- 10.1 Upon acceptance of its membership to the HKFA, such Member shall immediately:
- (a) become entitled to the benefits and privileges of the HKFA including distribution of financial benefits and entitlement of entry into the Assembly and an opportunity to nominate its representatives for Election to the Board;
  - (b) become liable for all payments, fees, subscriptions due for the year;
  - (c) be bound by the Articles, the Rules and other rules, codes and regulations of the HKFA;
  - (d) take part in competitions organised by the HKFA (if the Member is a League Club); and
  - (e) be able to exercise all other rights arising from the Articles.
- 10.2 The Members have, inter alia, the following obligations:
- (a) to comply fully with the Statutes, Regulations, directives or decisions of FIFA, AFC and the HKFA at all times and to ensure that these are also respected by its Members;
  - (b) to ensure the election of their decision-making bodies;
  - (c) to take part in competitions and other sports activities organised by the HKFA if appropriate;
  - (d) to pay their membership subscriptions;
  - (e) to respect the Laws of the Game as laid down by IFAB and to ensure that these are also respected by their members through a statutory provision;

- (f) to ensure that any dispute involving themselves or one of their members and relating to the Statutes, Regulations, directives or decisions of FIFA, AFC or the HKFA shall come solely under the jurisdiction of the appropriate arbitration tribunal of FIFA, AFC or the HKFA and that any recourse to Courts of Law is prohibited;
- (g) to communicate to the HKFA any amendment of their Statutes and Regulations as well as the list of their officials or persons who are authorised signatories with the right to enter legally binding agreements with third parties;
- (h) not to maintain any relations of a sporting nature with entities that are not recognised by the HKFA or with Members that have been suspended or expelled;
- (i) to observe the principles of loyalty, integrity and good sporting behaviour as an expression of fair play;
- (j) to administer a register of members which shall regularly be updated; and
- (k) to comply fully with all other duties arising from the Statutes and other Regulations of FIFA, AFC and the HKFA.

Violation of any obligation by any Member shall lead to sanctions by the Board (or any of its committees) which may:

- 10.2.1 suspend such Member either permanently, sine die or for a stated period;
- 10.2.2 fine such Member;
- 10.2.3 publicly censure or reprimand such Member;
- 10.2.4 charge such Member with all expenses of and incidental to the hearing in relation to the allegation of violation by such Member;
- 10.2.5 order such Member to make such publication in its programme as the Board may deem fit; and/or
- 10.2.6 take, or refrain from taking, such other action against such Member as the Board thinks fit.

## ARTICLE 11

### SUSPENSION, EXPULSION AND RESIGNATION OF MEMBERS

- 11.1 Membership of Voting Members may be suspended by the Board if a Member has been found guilty of making a material misrepresentation in its initial application, in any subsequent application for renewal of membership or in any request for evidence pursuant to Article 8.3. Suspension or reinstatement of Voting Members is subject to ratification by the Assembly on a simple majority of votes (i.e. 50% plus one) of Members present and entitled to vote at a General Meeting.
- 11.2 The Assembly may expel a Voting Member if:
  - (a) it fails to fulfil its financial obligations; or
  - (b) it seriously violates the Articles, Statutes, Regulations, directives or decisions of FIFA, AFC or the HKFA.

The presence of an absolute majority (50% plus one) of Members present and entitled to vote at a General Meeting is necessary for an expulsion to be valid.

- 11.3 Any Member intending to resign from membership of the HKFA and not to participate in the League or the coming Season should do so at least one month before the commencement of the relevant Season (as determined by the Board) and in the event of not doing so will be liable for any outstanding amounts as determined by the Board for the coming season as well as any other obligations. Any Member whose membership is suspended or expelled shall remain liable for any payments, fees, subscriptions or money due and unpaid and the Board may deduct from any monies due to such Members payments, fines, fees or other amounts due by such Members to the HKFA.

- 11.4 Fees, payments, subscriptions or other levies shall be determined by the Board each Season and notified to the Members.
- 11.5 Any decision to suspend or expel a Non-Voting Member from membership of the HKFA shall be in the absolute discretion of the Board provided that the Board shall provide written reasons for its decision to that Non-Voting Member. If that Non-Voting Member wishes to challenge the decision of the Board, it must file with the Board a written notice of the challenge within seven days from the date on which the Board provides its written reasons to the Non-Voting Member. The Board shall then include in the agenda of the following AGM the consideration of and a resolution on whether to suspend or expel that Non-Voting Member from membership of the HKFA. For the avoidance of doubt, even if a Non-Voting Member files the written notice pursuant to this Article 11.5 in respect of its suspension or expulsion, the Non-Voting Member shall remain suspended until the suspension or expulsion (as the case may be) is ratified or rescinded by the Assembly.