

Overview

This document has been produced to guide BWF members and those who wish to become a member of the BWF. The guidelines are also applicable to Continental Confederations.

The guidelines:

- a) make reference to the requirements for on-going membership of the BWF;
- b) describe mandatory / non-mandatory elements of a constitution.

Apart from these guidelines, there are a number of other resources available.

These are:

- 1. **Self-assessment checklist** to review your associations constitution.
- 2. **Model clauses with Notes** this is a model constitution in chart format and it has sample clauses and notes against the clauses.
- 3. **Model constitution** this is the same as number two above, but this in an A4 / Word format that can be easily copied and edited. This is for those who want to use this as a starting point.
- 4. **Descriptions of roles** examples of the responsibilities of elected officials such as the President, Treasurer, and Secretary.
- 5. **Terms of Reference** examples of the responsibilities of standing committees.

BWF has also produced a number of related documents on "Good Governance":

- 1. Guidelines for Good Governance
- 2. Self-Assessment Checklist Indicators of Good Governance

All these are tools for the BWF membership to assist in reviewing their current documents and to look at governance practices in their organization.

Getting Started

It is important that your constitution "fits well" to the kind of badminton organization you have.

BWF has a diverse membership and it is not easy to present a constitution that is perfect for all badminton organisations in our membership.



The model constitution we have provided is a base line set of rules. This is a minimum recommendation for your constitution. This document must of course be adapted to your situation.

The constitution, rules and structure of a badminton organization will be affected by:

- o its tradition and history (some BWF members are more than 100 years old);
- o the number of members it has;
- the kind of membership (for example state associations / individual clubs / players as members);
- the geographical area that the organization covers

Sports organisations are *membership organisations*, and it is the members who define the rules and use these rules to govern the organization for the good of the sport in that territory.

These membership organisations are different from commercial companies. They are usually "not-for-profit" organisations. Their main objective is not "profit-making" in a commercial sense of a business. But of course sports organisations try and make money to cover all their operational expenses and to have money to invest in the development of the sport nationally or regionally.

Purpose of a Constitution

A constitution is the fundamental set of rules for a membership-based sports organisation. It details the principles and procedures of how the organisation is governed.

The wording of a constitution must be agreed by its membership. Therefore only a general meeting of the membership can amend the wording of the constitution.

The amount of detail included in a member's constitution will vary. Some members will have additional documents such as **bye-laws** or **guidelines** to describe some of the more operational elements – such as the terms of reference of its standing committees.

A constitution must detail what internal bodies exist within the organisation (such as an Executive Committee) and what authority each of these have to make decisions between the annual general meeting.

The constitution must also have clear wording on how people are elected onto these bodies, how long their term of office is and how many terms they can have in a particular role. Such as President, Secretary or Treasurer.



Between general meetings, the constitution – together with other documents such as bye-laws, guidelines, regulations and policies – must guide the elected Governing Board (or Council or Executive Committee). The rules must also guide any "Standing Committees" that are part of the structure of the organisation.

Elected officials are accountable to the membership. Their role should be clearly defined in the rules. The annual general meeting is the time for the Governing Board / Council to present a report of activities to the membership and the audited financial statements for the most recently completed year.

Conditions of BWF Membership

Clauses 8.1 - 8.10 of the BWF constitution describes the criteria that its members must fulfill on an on-going basis.

One of the requirements for BWF members is to complete a Schedule A by 30 September each year. Completing the Schedule A has a number of purposes.

One purpose is for members to make a declaration that their organisation still meets the criteria for membership of the BWF - (clauses 8.1-8.10 of the BWF constitution).

The BWF Schedule A includes a declaration which states:

Declaration (clauses 8.3 to 8.9 of the BWF constitution)

We the undersigned declare

- ✓ That our Association is a legally / formally registered body in our country (clause 8.4)
- ✓ That our Association's constitution is consistent with the BWF constitution and its principles, purposes and objectives. (clause 8.3)
- ✓ That the information in this document is accurate.

Furthermore, our Association undertakes

- 1. To support the BWF's Anti-Doping Regulations and adhere to WADA's requirements on Anti-Doping. We will co-operate fully with BWF's measures to detect or penalise those who infringe the BWF Anti-Doping Regulations (clause 28.1);
- 2. To observe the Statutes of the BWF its Constitution, Regulations and Laws of Badminton (clause 8.5);



- 3. To recognise the Court of Arbitration (CAS) as the only external judicial authority to which an appeal can be made (clause 8.6);
- (Subject to appeal to CAS in 3 above) To accept as final and binding the decisions of the competent authorities of the BWF and to be subject to such binding and final decisions (clause 8.7);
- 5. To make every reasonable effort to impose the obligations in number 2, 3 and 4 above on our affiliated clubs and associations and our members in all those areas where the BWF has authority (clause 8.8);
- 6. To adhere to Clause 5 of the BWF constitution with regard to the autonomy of international sport and the autonomy of Members (clause 8.9).

The above elements of Schedule A are *mandatory* for on-going membership of the BWF. These element and principles must be included as part of members' constitutions or in bye-laws and guidelines.

These mandatory elements are referred to in the model constitution.

Mandatory Elements for Constitutions

The BWF has identified a number elements that are considered **mandatory** or **compulsory** for members' to have in their constitutions. These mandatory elements are also applicable to Continental Confederations.

Mandatory Area	Description
1. Organisational Structure	The different bodies in the sports organisation must be clearly defined including their responsibilities – for example – 1) the general meeting, 2) the governing board, council or executive committee that is elected to manage the work of the organisation between general meetings - and where appropriate, 3) how these two bodies relate to an operational structure if this exists in the association.



Mandatory Area	Description
	In some national badminton associations the constitution may delegate the board, council or executive committee to form standing committees and to determine their scope of work / terms of reference.
	The terms of reference of committees are usually defined in bye-laws or guidelines. Bye-laws are usually able to be amended by the governing board / council.
2. Reference to the BWF Statutes	The constitution must make reference to the relationship between the national badminton association (the BWF member) and the BWF.
	For example, the national badminton association constitution may make reference to "observing the Statutes of the BWF, its Constitution, Regulations and Laws of Badminton" and to "accepting as final and binding the decisions of the competent authorities of the BWF".
	This is also applicable to Continental Confederations. The constitution of a Continental Confederation needs to make reference to the relationship between it and the BWF.
3. Reference to the Court of Arbitration for Sport (CAS)	The constitution must also make reference to the Court of Arbitration (CAS) as being the only external body to appeal decisions of the BWF and a member must accept the authority of CAS.
4. Autonomy	The constitution must have a clear statement on autonomy. In other words, the national badminton organisation must manage its internal affairs with total independence and ensure that no third party interferes in its governance and operations.
	It is clear that the member must follow the laws of the country and should work in harmony with the government and other authorities of the country for the benefit of developing badminton in the country.
	However it is equally clear that laws of the country should not impose any directives on the member against the principles of autonomy of sport.



Mandatory Area	Description
	This principle of autonomy means in particular that each sports organisation must be primarily responsible for establishing its own constitution and internal regulations (which must be freely adopted by the general assembly of the sports organisation).
	The rules must of course take the national framework into account, as well as the minimum requirements of the international sports institutions to which they are affiliated.
	More specifically, this means that government authorities must not substitute themselves for the jurisdiction and freedom of the sports organisation to establish their internal regulations.
	Nor must the government interfere with the national badminton associations internal affairs, operations, management, composition, election regulations, etc.
	In other words, the government must not micro-manage the organisation.
	If a member's constitution accepts any Sports Act or other legislation or any other directive that works against such autonomy of the member, then the member would not be consistent with the BWF constitution and the principle of autonomy. The BWF would then need to review this situation.
5. Ethics	Constitutions must refer to ethics and ethical behaviour – the national badminton association may have a Code of Ethics or reference codes of other organisations.
	The member must have or recognises a code of ethics - and the integrity of the sport. Integrity of sport means that it is free from doping, match fixing, corruption or the manipulation of competitions.
Non – Discrimination	The constitution must have a reference to non- discrimination as it relates to decision making and day to day behaviour of all those people who fall under the constitution of the association.
Conflict of Interest	The constitution must define conflict of interest and how this is managed by the organisation.



Mandatory Area	Description
6. Judicial Bodies	The following bodies must be included as a minimum – a <i>Disciplinary</i> Committee and an independent Appeals Committee.
	Independence of Judicial Bodies is important. The members of the Appeals Committee must be different to the members of the Disciplinary Committee who heard the case.
	The members of the Disciplinary Committee and the Appeals Committee must not have a conflict of interest in any of the matters the committee members are considering.
	If there is a "perceived" or "actual" conflict of interest, the committee member must declare this and another committee member is appointed to appear in that particular case.
6. Membership	 The basis of membership must be clearly defined in the constitution. What a "member" is. The process of application of a new member. The criteria the applicant must satisfy. The process and detail on how a member is suspended. How a member retires or resigns from the national body.
7. Meeting Processes	Meeting processes must be clearly written in the constitution. There must be <i>fair</i> and <i>reasonable</i> time frames in calling meetings and these must be clearly defined in the constitution. The constitution must clearly define the following:
	 Business of the Meeting - List the responsibilities or the business of an annual general meeting or special / extraordinary general meeting (the responsibilities / scope of work of the general meeting could then form the standing agenda items of the annual general meeting). Procedures and Time lines - for calling a general meetings
	(annual general meeting /special or extraordinary general meeting) – these must fair and reasonable .



Mandatory Area	Description
Mandatory Area	 Proposals - Procedures and timelines for making proposals to go on the agenda for a general meeting. Amendments - How a member wishes to make an amendment to a proposal and the timelines for this. Nominations - making nominations for elections (for example – nominations for elections for the governing board – President, Treasurer etc). Requirements to Nominate - The minimum requirements of members to nominate a delegate – for example – must the member be financial? Must they have paid the annual subscription before they nominate a delegate? Wat is the deadline for accepting the nomination? Disclosure of the Nominations / Proposals Received - Timelines and full disclosure of the list of nominations, proposals and amendments received by the association by the deadlines. Representation - at a general meeting – how many delegates per member can go to the meeting. Speaking rights – who is able to speak at a general meeting? Voting rights - who is able to vote on proposals / vote for candidates in an election. Voting strength of each member – is it one member = one vote? Election procedures – secret ballot, show of hands or by voice or proclamation. Quorum - What constitutes a quorum and how this is established? Voting Majority - What voting majority is required to pass amendments to the constitution or to make decisions on ordinary business items on the agenda?



Mandatory Area	Description
	 Special General Meeting - (extraordinary general meeting) of the membership – details on how this is called, and how the agenda is determined. Is only one item allowed for the special general meeting? Minutes - of meetings and how soon after the meeting are they
	circulated and the process of approval.
8. Accountability	The constitution must make sure the council / executive board or elected governing body is accountable and reports to the annual general meeting. The responsibilities of the elected board must therefore be clearly defined in the constitution.
	Responsibilities must include reporting to the annual meeting - presenting the annual report / general committee reports and the audited financial statements.
9. Financial Accountability	The constitution must include clauses that requires the association to have annual audited accounts and an accounting process that lives up to normal recognised accounting standards.
	The association may also require its members to have an audited set of accounts yearly.

All of the above are mandatory for constitutions of the membership of the BWF.

Check List

In a separate document, the BWF provides an easy to use check list for members to review their constitutions. This highlights mandatory elements / clauses.

A constitution is not a static document. It should be reviewed from time to time to make sure that it remains relevant to a changing organisation and the sports environment that it operates in.



Model Constitution

The model constitution is provided as a guide to the membership. The exact wording in it for the clauses is a recommendation – however the wording will need to be adjusted to suit your organisation.

The document as a whole is a minimum requirement for what is reasonably expected a members' constitution should be like.

The model constitution:

- assists the membership by providing a base line document for members to check against;
- assists the membership to have rules that come into line with the requirements for BWF membership;
- has mandatory elements;
- can be adapted to suit the size and nature of your organization, however the mandatory elements must be included in your constitution;
- does not have all the exact wording required but recommended wording;
- may not cover every element that your organisation believes is essential for a constitution, but it provides a minimum starting point;
- will be updated from time to time and members must adopt mandatory elements in the Sample Constitution and guidelines if these are updated.

Concluding Points

The model constitution is provided as a guide for new members and for the BWF membership generally. It provides guidance on the key elements of a constitution and what elements BWF considers to be mandatory.

The guidelines also provide example wording in English.

The BWF understands that:

 each member will operate within the laws of its national territory – however the BWF stresses the importance of the autonomy of sport and the right of the sports organisation to operate independently of third parties.



- o each context of the national badminton organisation is different.
- o each member has a different sports tradition, heritage and years operation.
- o each member operates under different types of national legislation.

Therefore the guidelines here will need to be applied to the particular circumstance of the member.

The aim here is to provide guidance on governance. We stress the importance of transparency and of having clear rules that follow good governance practices. The members of your organization must be able to locate the constitution easily, and be able to understand the rules easily.

The guidelines do not mandate the exact wording, but to mandate elements that the BWF expects each member to address in its rules.

The aim is to continuously improve what we do in sport and to enhance good governance practice in badminton.

Constitution Guidelines for the BWF Membership