

# Model Constitution with Notes



## Introduction

Please read the *Guidelines for a Model Constitution*. This gives an overview of the background to the model constitution below.

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

The right hand column below is example wording for each clause. The same wording is available in A4 and Word format – the complete Model Constitution in one document. This is without notes and it can be used as a start point to edit.

---

## Contents – Model Constitution

### SECTION 1 - GENERAL

- Article 1. Name & Language
- Article 2. Objectives
- Article 3. Principles
- Article 4. Definitions / Interpretation

### SECTION 2 - MEMBERSHIP

- Article 5. Membership
- Article 6. Rights of Members
- Article 7. Obligations of Members
- Article 8. Admission to Membership
- Article 9. Cessation of Membership

### SECTION 3 - GOVERNMENT

- Article 10. Governance Structure
- Article 11. Annual General Meeting
- Article 12. Notices
- Article 13. General Meeting Procedures
- Article 14. Special General Meetings

- Article 15. Executive Committee
- Article 16. Elections of the Executive Committee
- Article 17. Executive Committee Responsibilities
- Article 18. Executive Committee Procedures

### SECTION 4 - JUDICIAL PROVISIONS

- Article 19. Discipline
- Article 20. Judicial Bodies of the NBA
- Article 21. Sanctions and Penalties
- Article 22. Appeals
- Article 23. Judicial Bodies Procedural Rules

### SECTION 5 - ALTERATIONS

- Article 24. Alteration of this Constitution

### SECTION 6 - DISSOLUTION

- Article 25. Dissolution

# Model Constitution with Notes



Content Areas	Notes / Questions	Sample Wording / Clauses
<p><b>CONTENTS</b></p>	<p>The constitution should have a contents page with Articles listed and page numbers.</p>	<p><b>Contents</b></p> <p>Articles 1 – 25 (see above)</p>
<p><b>GENERAL</b></p> <p><b>Name of the organization</b></p> <p><b>Official language</b></p>	<p>This section introduces the organization.</p>	<p><b>SECTION 1 – GENERAL</b></p> <p><b>Article 1. Name &amp; Language</b></p> <p>1.1 The National Badminton Association (NBA) was established on [insert date] and is the national governing body for badminton in [insert country].</p> <p>1.2 The official language of the NBA is [insert language].</p>
<p><b>Purposes / Objectives</b></p>	<p>Decide what your association’s purpose and objectives are. These describe the core activities / scope of work of the association.</p>	<p><b>Article 2. Objectives</b></p> <p>NBA works with its Members to regulate, promote and develop badminton nationally and to prepare players for international competition, continental multi-sport games and the Olympic [and Paralympic] Games.</p> <p>The NBA’s objectives are:</p>

# Model Constitution with Notes



Content Areas	Notes / Questions	Sample Wording / Clauses
		<p>2.1 To uphold, maintain and publish the NBF Statutes.</p> <p>2.2 To regulate badminton nationally.</p> <p>2.3 To promote badminton as a sport for people of all ages and all abilities.</p> <p>2.4 To develop competition structures and pathways for players from beginner to elite.</p> <p>2.5 To provide training and education opportunities for people in badminton – players, coaches, technical officials, tournament organisers, administrators.</p> <p>2.6 To encourage the formation of new Members and encourage the cooperation between Members.</p> <p>2.7 To seek corporate and government funding for the NBA and the sport.</p> <p>2.8 To ensure the integrity of badminton and ensure fair competition free from doping and manipulation of the outcome of matches.</p>
<p><b>Principles</b></p>	<p>Define the key principles the association will be governed by.</p>	<p><b>Article 3. Principles</b></p>

# Model Constitution with Notes



Content Areas	Notes / Questions	Sample Wording / Clauses
	<p>BWF considers that some of these are <b>mandatory</b> elements.</p> <p>Examples of principles are:</p> <ul style="list-style-type: none"> <li>○ <b>Autonomy</b></li> <li>○ <b>Ethics</b></li> <li>○ <b>Non-discrimination</b></li> <li>○ <b>Conflict of interest</b></li> <li>○ Equal opportunity</li> <li>○ Fair play</li> <li>○ Harassment free sport</li> </ul> <p>BWF strongly recommends that the other principles list above are included as principles. Example wording of the clauses are on the right.</p>	<p><b>3.1 Autonomy</b></p> <p>The NBA shall manage its internal affairs with total independence. It shall ensure that no third party interferes in its governance and operations.</p> <p><b>3.2 Ethics</b></p> <p>All those working and participating in the NBA activities including players, coaches, technical officials and administrators have a right to compete, work and participate in a harassment free environment.</p> <p>Anyone in the NBA who shares in its activities shall perform their duties in an ethical manner.</p> <p><b>3.3 Conflict of Interest</b></p> <p>Members of any decision making body of the NBA shall be independent in their decisions. No one with a personal or business interest in the issue under discussion shall be involved in the decision.</p> <p>It is the individual's responsibility to declare a conflict of interest, and where appropriate remove himself / herself from the room while the decision is under consideration.</p>

# Model Constitution with Notes



Content Areas	Notes / Questions	Sample Wording / Clauses
		<p><b>3.4 Non-discrimination</b></p> <p>The NBA and its Members shall not allow any form of discrimination including political, religious, racial or gender discrimination, to affect its decisions and its actions.</p> <p>Anyone in the NBA and who shares in its activities in any capacity shall perform their duties in a non-discriminatory manner.</p> <p><b>3.5 Equal opportunity</b></p> <p>The NBA supports equal opportunity for both men and women.</p> <p><b>3.6 Integrity of Sport</b></p> <p>Athletes have the right to compete in badminton that is free from doping and free from manipulation, match-fixing and corruption.</p>
<p><b>Definitions</b></p>	<p>What words, terms or phrases need to be defined to ensure the meaning is clear? Examples are given on the right.</p>	<p><b>Article 4. Definitions / Interpretation</b></p> <p>4.1 <b>AGM</b> – means an Annual General Meeting.</p> <p>4.2 <b>Appeals Committee</b> – means the committee established by the AGM under Article 22.</p>

# Model Constitution with Notes



Content Areas	Notes / Questions	Sample Wording / Clauses
		<p>4.3 <b>Executive Committee</b> – means the body elected by the AGM as described in Article 15, 16 and whose responsibilities are described in Article 17.</p> <p>4.4 <b>Disciplinary Committee</b> – means the body established by the Executive Committee to hear disciplinary cases.</p> <p>4.5 <b>Financial Members</b> - means those members that have paid their subscription for the current year and who have no payments to the NBA in arrears.</p> <p>4.6 <b>General Meeting</b> – means an Annual General Meeting (AGM) or a Special General Meeting (SGM) as described in Articles 14.</p> <p>4.7 <b>Member</b> – means the clubs, associations and organisations that have been accepted into the membership of the NBA under this constitution.</p> <p>4.8 <b>Notice</b> – means formal notification by email, fax or mail.</p> <p>4.9 <b>Quorum</b> – means the minimum number of delegates present to make the meeting valid under Article 13.</p>

# Model Constitution with Notes



Content Areas	Notes / Questions	Sample Wording / Clauses
		<p>4.10 <b>Statutes</b> – means all the NBA rules and regulations including the constitution.</p> <p>4.11 <b>Subscription</b> – means the annual fee paid by each Member to the NBA, the amount of which is determined by the AGM.</p> <p>4.12 <b>Votes Cast</b> – means votes by a show of hands or valid votes that are submitted in a secret ballot. Blank voting slips, blank pieces of paper and void voting slips shall not be counted as “Votes Cast”. Similarly an abstention in a show of hands does not count as a Vote Cast. Voting majorities shall be counted on the basis of Votes Cast.</p> <p>4.13 <b>Voting Delegate</b> – means the one delegate nominated by a Financial Member to vote on behalf of the Member at General Meetings.</p> <p>4.14 Words signifying persons in this constitution include corporations and all legal persons including any other entities or bodies whether incorporated or not.</p> <p>4.15 Words signifying the masculine gender in this Constitution include the feminine and neuter genders and vice versa.</p> <p>4.16 Any deadline referred to in this constitution shall mean midnight on the day of the deadline at the location of the NBA headquarters.</p>

# Model Constitution with Notes



Content Areas	Notes / Questions	Sample Wording / Clauses
<p><b>MEMBERSHIP</b></p> <p><b>Member</b></p>	<p>This section defines members who can be a member of the NBA.</p> <p>Is there only one kind of member? For example – can there an ‘associate member’ category who has no voting rights?</p>	<p><b>SECTION 2 – MEMBERSHIP</b></p> <p><b>Article 5. Members</b></p> <p>Members of the NBA shall be an affiliated badminton club or association or other organisation which have been accepted into the membership of the NBA under these rules.</p>
<p><b>Rights of members</b></p>	<p>What are the rights of members?</p>	<p><b>Article 6. Rights of Members</b></p> <p>Financial Members of the NBA shall be entitled to privileges including:</p> <ul style="list-style-type: none"> <li>6.1 To be represented at and participate in and vote at General Meetings;</li> <li>6.2 To make proposals to the AGM;</li> <li>6.3 To nominate candidates for election onto the Executive Committee / Council or any other body requiring election by a General Meeting;</li> <li>6.4 To enter players into NBA sanctioned tournaments;</li> <li>6.5 To host NBA sanctioned tournaments;</li> <li>6.6 To have their players considered for selection to represent badminton at international tournaments, competitions, multi-sport games and national championships;</li> </ul>



# Model Constitution with Notes



Content Areas	Notes / Questions	Sample Wording / Clauses
		<p>6.7 To participate in all activities organised by the NBA;</p> <p>6.8 To request for, and subject to the approval of the NBA, receive assistance wherever possible from the NBA.</p> <p>Non-Financial Members may attend the AGM as observers.</p>
<p><b>Obligations of Members</b></p>	<p>Detail what the obligations of the members are.</p> <p>Define how the level of subscription is determined. Who decides that (see below the section of the business of the AGM)</p> <p>What are the on-going membership requirements?</p> <p>What are the consequences if the member does not pay?</p>	<p><b>Article 7. Obligations of Members</b></p> <p>The obligations of Members shall include:</p> <p>7.1 To abide by the Statutes of the NBA;</p> <p>7.2 To accept and enforce all decisions, resolutions and directions or orders of the NBA which are made in conformity with the Statutes of the NBA;</p> <p>7.3 To pay the Subscription no later than [insert a deadline – for example - 31 January each year];</p> <p>7.4 To notify the NBA in writing of any amendments to the Members’ constitution [insert a deadline – for example - no later than one (1) month after the meeting at which amendments were made];</p>

# Model Constitution with Notes



Content Areas	Notes / Questions	Sample Wording / Clauses
		<p>7.5 To notify the NBA in writing of any changes to the names of elected officials or contact details of the Member of the NBA [insert a deadline – for example - within one (1) month of the change];</p> <p>7.6 To provide to the Secretary no later than [insert the deadline – for example - 31 March each year] a signed copy of the audited financial accounts for the year ending [insert a date – for example - 31 December of the previous year];</p> <p>7.7 To provide the Executive Committee no later than [insert a date – for example - 31 January each year], a report on the activities of the Member from the previous calendar year.</p>
<p><b>Admission to Membership</b></p>	<p>What is the process to become a member?</p> <p>What is the criteria and process to become a member?</p>	<p><b>Article 8. Admission to Membership</b></p> <p>8.1 Applications for membership of the NBA shall be made in writing and signed by the President or Secretary of the applicant club or association or organisation. The application shall be sent to the Secretary of the NBA.</p> <p>8.2 The application shall include the following:</p> <ul style="list-style-type: none"> <li>○ Club / Association name;</li> <li>○ Physical address of the club;</li> <li>○ Main contact person and contact details;</li> <li>○ The names of the elected officers including President, Treasurer and Secretary;</li> </ul>

# Model Constitution with Notes



Content Areas	Notes / Questions	Sample Wording / Clauses
		<ul style="list-style-type: none"> <li>○ The number of affiliated badminton players in the applicant club, association or organization;</li> <li>○ A declaration that the applicant club, association or organisation agrees to be bound by the Statutes of the NBA;</li> <li>○ Payment for the Subscription for the current year; and</li> <li>○ [Insert in any other information required to become a Member].</li> </ul> <p>8.3 The application for membership shall be reviewed by the Executive Committee to ensure that the application complies with the requirements of membership of the NBA.</p> <p>8.4 Any application that does not comply with the requirements shall be sent back to the applicant club, association or organisation concerned, and shall be advised of how the application does not comply with the requirements.</p> <p>8.5 All applications that comply with the requirements under the constitution shall be approved by the Executive Committee and reported to the membership.</p>
<p><b>Retirement / Suspension / Expulsion</b></p>	<p>The constitution needs to be clear about the powers and the process.</p> <p>How does a member resign?</p>	<p><b>Article 9 – Cessation of Membership</b></p> <p>A Member club, association or organization shall cease to be a Member of the NBA:</p> <p>9.1 If it is in breach of the Statutes of the NBA and a General Meeting by a [insert the voting majority – for example - simple majority] of Votes Cast, decides that such a Member shall cease to be a Member.</p>

# Model Constitution with Notes



Content Areas	Notes / Questions	Sample Wording / Clauses
	<p>Which body has the power to expel a member?</p> <p>What reasons could result in an expulsion of a member?</p>	<p>9.2 If a member gives [insert time – for example - one (1) months Notice] in writing of its withdrawal of its membership of the NBA and the NBA General Meeting accepts this.</p> <p>9.3 If a Member is in arrears with its annual Subscription fee or other sums due to the NBA for more than [insert period – for example - six (6) months].</p>
<p><b>GOVERNMENT</b></p> <p><b>Structure</b></p>	<p>What is the governance structure?</p> <p>What are the bodies responsible for managing the association?</p> <p>What is the name of the elected body that manages the affairs between meetings?</p>	<p><b>SECTION 3 – GOVERNMENT</b></p> <p><b>Article 10. Governance Structure</b></p> <p>The NBA shall be governed by:</p> <p>10.1 General Meetings; and</p> <p>10.2 The Executive Committee and / or Council between General Meetings</p>
<p><b>Annual General Meeting</b></p> <p><b>Business of the AGM</b></p>	<p>The constitution needs to define the role of the AGM and the business of the AGM.</p>	<p><b>Article 11. Annual General Meeting (AGM)</b></p> <p>11.1 The AGM of the NBA shall be held at least [insert time frame – for example - two (2) months] after the end of the financial year but not later than [insert date – for example - 1 May] of each calendar year. The date, time, venue shall be decided by the Executive Committee.</p>

# Model Constitution with Notes



Content Areas	Notes / Questions	Sample Wording / Clauses
	<p>The business can then be used as the standard items of the AGM agenda.</p> <p>The wording of the business can define what needs to be <b>approved</b> by the AGM (a decision by the AGM).</p> <p>The wording can show what is <b>received</b> by the AGM (as a report for the information of the AGM – but not to make a decision).</p>	<p>11.2 The competent business of the AGM shall be:</p> <p>11.2.1 To confirm the minutes of the last AGM / SGM;</p> <p>11.2.2 To receive the annual report from the Executive Committee;</p> <p>11.2.3 To approve the audited financial statements for the previous financial year;</p> <p>11.2.4 To confirm the independent auditor for the current financial year;</p> <p>11.2.5 To confirm the Subscription for the next year;</p> <p>11.2.6 To receive the long term plan of the NBA;</p> <p>11.2.7 To deal with agenda items for which due Notice has been received;</p> <p>11.2.8 To elect members of the Executive Committee as and when required;</p> <p>11.2.9 To appoint the members of the independent Appeals Committee;</p> <p>11.2.10 To hear any other discussion points for which decisions are not required.</p>
<p><b>Meeting Notices</b></p> <p><b>Calling an AGM / Notice of Meetings</b></p>	<p>The constitution needs to clearly define the <b>process</b> and <b>time lines</b> for calling a meeting.</p>	<p><b>Article 12. Notices</b></p> <p>12.1 A calling Notice in writing of the date of the AGM shall be sent to the Secretaries of all Members [insert time – example - ninety (90) calendar days] before the date of the meeting announcing the date, time and location of the AGM. Notices shall be copied to all Members of the NBA Executive Committee.</p>

# Model Constitution with Notes



Content Areas	Notes / Questions	Sample Wording / Clauses
<p><b>Procedures and Time lines</b></p> <p><b>Proposals &amp; Amendments</b></p> <p><b>Nominations to the AGM</b></p>	<p>There must be <i>fair</i> and <i>reasonable</i> time frames in calling meetings.</p> <p>The constitution needs to define how a member can put a proposal on the agenda of a general meeting – or nominate someone for an elected position.</p> <p>There needs to be a process of informing the membership of proposals / nominations received.</p> <p>The process for making amendments to any proposal also needs to be described.</p> <p>The process of nominating a delegate must be clear.</p>	<p>12.2 The Notice shall provide the deadline to receive proposals for the agenda including proposals from the Executive Committee and nominations for any elections which shall not be less than [insert time – for example - sixty (60) days] before the date of the AGM.</p> <p>12.3 Proposals for the AGM agenda shall be sent by Financial Members to the NBA Secretary so as to reach the NBA no later than the deadline for proposals to the AGM.</p> <p>12.4 The agenda for the meeting including any proposals duly received under the constitution, shall be sent to Members not less than [insert time – for example - thirty (30) days] before the date of the General Meeting.</p> <p>12.5 Financial Members may give Notice of an amendment to proposals on the agenda by writing to the NBA Secretary to reach the Secretary [insert a time – for example - no later than ten (10) days before the meeting].</p> <p>12.6 Financial Members may nominate [two (2)] delegates to the AGM, one (1) of whom shall be the Voting Delegate at the General Meeting. Members shall provide the names of the delegates to the Secretary not later than [insert time – for example - five (5) days] before the meeting using the delegate nomination form designed for such purpose. A delegate may represent only one member at the meeting.</p>
<p><b>Meeting Procedures</b></p>		<p><b>Article 13. General Meeting Procedures</b></p>

# Model Constitution with Notes



Content Areas	Notes / Questions	Sample Wording / Clauses
<p><b>Quorum</b></p> <p><b>Representation &amp; Voting Strength at General Meetings</b></p> <p><b>Proposals on the agenda</b></p>	<p>Define what a quorum is for general meeting. What is the voting strength of each member?</p> <p>The role of the chair needs to be clear – does the chair have a vote?</p> <p>Who shall be the chair of the meeting if not the President? How is a chair appointed?</p> <p>How are proposals on the agenda dealt with at the meeting.</p>	<p>13.1 A Quorum shall be not less than [insert a number – for example - one third (1/3)] of Voting Delegates entitled to attend the General Meeting. Each Voting Delegate shall have one (1) vote.</p> <p>13.2 The President shall act as the Chair of all General Meetings. In the absence of the President, the Deputy President shall act as the Chair. In the absence of both the President and Deputy President the meeting shall elect a Chair.</p> <p>13.3 General Meetings shall be conducted in conformity with this constitution. The Chair shall have the final decisions on all points of order and matters of procedure of the meeting not covered by the constitution.</p> <p>13.4 The Chair shall not have power to rule on matters relating to the substance or content of the proposals themselves without the consent of the meeting.</p> <p>13.5 Before a proposal on the agenda is discussed, the Chair shall give the delegate of the proposing Member the opportunity to talk on the proposal. The proposal shall then be discussed with the Chair providing opportunities for points of view “for the proposal” and points of view “against the proposal” before the Chair puts the proposal to the meeting for a vote and a decision.</p> <p>13.6 A proposal for the agenda from the Executive Committee shall follow the same process for submission and discussion as proposals from the membership.</p> <p>13.7 Proposals at General Meetings shall be decided by Votes Cast.</p>

# Model Constitution with Notes



Content Areas	Notes / Questions	Sample Wording / Clauses
<p><b>Methods of voting</b></p> <p><b>Voting majorities to pass a proposal</b></p> <p><b>Speaking rights</b></p>	<p>What is the method of voting? When is a secret ballot necessary?</p> <p>Will proxy votes be allowed? If yes, what will be the guidelines for such proxy votes?</p> <p>What are the voting majorities for different types of proposals – this must be clearly defined – for example:</p> <ul style="list-style-type: none"> <li>○ For ordinary items / proposals</li> <li>○ To change the wording of the constitution.</li> <li>○ To dissolve the association</li> </ul> <p>If there is a tie / equal numbers of votes – how is this dealt with?</p>	<p>13.8 Voting for general items on the agenda shall be by a show of hands or proclamation of voice unless the Chair or a Member proposes a secret ballot which is agreed by a [insert time – for example - simple majority] of the Voting Delegates present.</p> <p>13.9 Voting for the election of the Executive Committee and other elections shall be by secret ballot or as otherwise agreed by the meeting.</p> <p>13.10 The Voting Delegate must be present in person in order to vote. No proxy-votes are permitted.</p> <p>13.11 Any proposal to amend the constitution shall have a [insert a number – for example - two-thirds (2/3) majority] of Votes Cast.</p> <p>13.12 If voting results in an equal number of Votes Cast “for” and “against” the proposal, the proposal shall be lost.</p> <p>13.13 If after voting in an election there is a tie, a second round of voting shall take place. If the second round of voting results in again in a tie, the Chair shall resolve the matter with the Chairs casting vote.</p> <p>13.14 Members of the Executive Committee, Members’ delegates, or personnel specifically staffed for the efficient running of the meeting shall have the right to attend General Meetings.</p>



# Model Constitution with Notes



Content Areas	Notes / Questions	Sample Wording / Clauses
<p><b>Observers</b></p>	<p>Speaking rights – who can speak at the meeting?</p> <p>What are the rights of non-financial members?</p>	<p>13.15 The Executive Committee and Members’ delegates have the right to speak at meetings.</p> <p>13.16 Representatives of non-Financial Members shall have the right to attend General Meetings however they shall not have speaking rights unless the Chair allows the Member to speak on their non-financial status.</p> <p>13.17 The Chair shall have the power to accept or reject observers such as media or sponsors to General Meetings. Observers shall not have speaking rights.</p>
<p><b>Special General Meetings</b></p>	<p>What is the purpose of a Special General Meeting? Generally this is a rather unusual event.</p> <p>An SGM (or Extraordinary General Meeting) is usually called to determine some extraordinary business that cannot wait for the next AGM – or where one major decision needs to be resolved at a special meeting.</p>	<p><b>Article 14. Special General Meetings</b></p> <p>14.1 A Special General Meeting (SGM) may be called by the Executive Committee or a petition in writing signed by [insert a number – for example - one third (1/3)] of the Members. The petition in writing shall state the one (1) purpose for the Special General meeting being called and shall be signed by the NBA member Secretary or President supporting the proposal.</p> <p>14.2 The calling Notice of a SGM shall be sent to the Members not later than [insert a number – for example - one (1)] month before the date of the meeting]. The Notice shall detail the agenda item to be discussed at the Special General Meeting.</p> <p>14.3 The calling notice shall give the date, time and venue for the meeting.</p>

# Model Constitution with Notes



Content Areas	Notes / Questions	Sample Wording / Clauses
	<p>Calling of SGMs - how does this work? This needs to be detailed in the constitution.</p>	<p>14.4 No other business, other than that on the agenda for which the SGM is called, shall be decided upon at a SGM.</p>
<p><b>Governing Board</b></p> <p><b>Make-up of the Governing Board (Executive Committee / Council)</b></p>	<p>The elected committee / board / council needs to be defined in the constitution. This is the body that looks after the day to day business of the association between meetings.</p> <p>If there is a professional office – then the relationship between the governance / oversight function and operational function needs to be defined.</p> <p>The elected positions need to be detailed. Their responsibilities may be described in bye-laws.</p>	<p><b>Article 15. Executive Committee</b></p> <p>15.1 The AGM shall elect an Executive Committee which shall have the powers to administer the affairs of the NBA between General Meetings.</p> <p>15.2 The Executive Committee shall consist of:</p> <ul style="list-style-type: none"> <li>15.1.1 The President</li> <li>15.1.2 [insert a number] Vice Presidents</li> <li>15.1.3 Secretary</li> <li>15.1.4 Treasurer</li> <li>15.1.5 [insert others as appropriate]</li> </ul>

# Model Constitution with Notes



Content Areas	Notes / Questions	Sample Wording / Clauses
<p><b>Election of Governing Board</b></p> <p><b>Conditions &amp; Terms of Appointment</b></p> <p><b>Casual Vacancies</b></p>	<p>The constitution must describe the election processes for the elected officials on the body.</p> <p>Decide what will be the term for elected officers.</p> <p>What happens if an elected official cannot serve the whole term? What happens then must be defined – especially for the key roles of president, secretary and treasurer.</p>	<p><b>Article 16. Election of the Executive Committee</b></p> <p>16.1 Nominations for the Executive Committee shall be made by a Financial Member using the nominations form designed for such purpose.</p> <p>16.2 Nominations shall include a short statement on the background and capabilities of the nominee.</p> <p>16.3 Nominations shall reach the Secretary by the same deadlines as those for proposals to the AGM.</p> <p>16.4 The Executive Committee shall serve for a term of [insert a number – example - four (4) years].</p> <p>16.5 If the President is unable to complete the term, the Vice President shall be Acting President until the next AGM at which elections can be called with due Notice under the constitution.</p> <p>16.6 Other casual vacancies of the Executive Committee shall be filled by other members of the Executive Committee</p> <p>16.7 Elections for any casual vacancies of the Executive Committee shall take place at the next possible AGM following the constitution timelines for the nomination of candidates. The length of the term of the newly elected Executive Committee</p>

# Model Constitution with Notes



Content Areas	Notes / Questions	Sample Wording / Clauses
<p><b>Governing Board Role and Responsibilities</b></p>	<p>Define the role.</p> <p>The constitution must detail the responsibilities of the governing board and what powers they have between meetings.</p>	<p>member shall be the remaining time left of the original term of the individual being replaced.</p> <p><b>Article 17. Executive Committee Responsibilities</b></p> <p>17.1 The Executive Committee shall be responsible for the overall running and management of the NBA between General Meetings.</p> <p>17.2 The Executive Committee shall have the responsibility:</p> <p>17.2.1 To implement the decisions of General Meetings;</p> <p>17.2.2 To uphold and ensure observance of the Statutes by Members of the Executive Committee and by the membership of the NBA;</p> <p>17.2.3 To take necessary steps to achieve the objectives of the NBA as detailed in the constitution;</p> <p>17.2.4 To determine guidelines, policies, codes of behavior and other rules which are not under the competent business of the AGM as detailed in Article 11;</p> <p>17.2.5 To follow the terms of reference of any of the individual roles prescribed in the Statutes;</p> <p>17.2.6 To decide on matters under dispute;</p>

# Model Constitution with Notes



Content Areas	Notes / Questions	Sample Wording / Clauses
		<p>17.2.7 To appoint a Disciplinary Committee which hears and determines disciplinary matters;</p> <p>17.2.8 To appoint any ad-hoc working groups and committees and oversee their work;</p> <p>17.2.9 To receive reports from any ad-hoc committees and working groups;</p> <p>17.2.10 To determine competition regulations and championship regulations.</p> <p>17.2.11 To ensure NBA owned and NBA sanctioned events are delivered to a high technical standard;</p> <p>17.2.12 To prepare the annual report including audited financial statements and to oversee the planning and administration of AGMs.</p> <p>17.2.13 To make proposals to the AGM;</p> <p>17.2.14 To appoint the head of the Secretariat;</p> <p>17.2.15 To oversee the administration and financial management of the NBA and determine the authorizing signatories for the contracts and legal documents; and</p>

# Model Constitution with Notes



Content Areas	Notes / Questions	Sample Wording / Clauses
		<p>17.2.16 To receive reports from the Disciplinary Committee and the Appeals Committee.</p>
<p><b>Executive Committee Procedures</b></p>	<p>Some fundamental procedures for the governing board should be detailed in the constitution.</p> <p>The principles of operation should be no different the procedures and processes for a general meeting.</p> <p>Define what voting rights the governing board has at a General Meeting.</p> <p>Define the financial year.</p>	<p><b>Article 18. Executive Committee Procedures</b></p> <p>18.1 The President and Vice President shall assume the Chair and Deputy Chair of the Executive Committee for meeting purposes.</p> <p>18.2 Attendance of [insert a number – for example - more than half] of the Executive Committee shall form a Quorum for meetings.</p> <p>18.3 The Executive Committee shall meet at least [insert a number – for example - once every two months] with the minutes of the Executive Committee being circulated to the Executive Committee no later than fourteen days (14) after the Executive Committee meeting. Members shall have the right to view the minutes of the Executive Committee upon request.</p> <p>18.4 Executive Committee members shall not have any voting rights at General Meetings of the NBA unless they are a Voting Delegate of a Member at the meeting.</p> <p>18.5 The financial year of the NBA shall close on [insert a date – for example - 31 December for each calendar year] and the Treasurer shall ensure that the annual financial statements are prepared and audited as soon as possible thereafter but</p>

# Model Constitution with Notes



Content Areas	Notes / Questions	Sample Wording / Clauses
<p><b>JUDICIAL PROVISIONS</b></p> <p><b>Judicial Bodies and Procedures</b></p> <p><b>Discipline</b></p> <p><b>Authority</b></p> <p><b>Procedural Rules</b></p>	<p>This is a mandatory element. The constitution must define the role of a disciplinary body and an independent appeals body (independent of the disciplinary body and independent in terms of the particular appeals case content the panel is hearing.</p> <p>There shall be no conflicts of interest.</p>	<p>not later than [insert a date – for example - <b>two (2) months</b>] after the close of the year unless specifically approved by the Executive Committee.</p> <p><b>SECTION 4 – JUDICIAL PROVISIONS</b></p> <p><b>19. Discipline</b></p> <p>19.1 The Executive Committee or any Disciplinary Committee it appoints shall have the power on behalf of the NBA to penalize a Member, player, coach, competition official, or other person for infringement of the NBA rules, or for misconduct during competition, or for actions that bring the sport or NBA into disrepute.</p> <p>19.2 The following penalties may be imposed by NBA judicial bodies:</p> <ul style="list-style-type: none"> <li>a) Reprimand;</li> <li>b) Exclusion or suspension;</li> <li>c) Disqualification;</li> <li>d) Ban from competition or from performing a function;</li> <li>e) Removal of ranking points;</li> <li>f) Return of awarded prizes;</li> <li>g) Withdrawal of sanction;</li> <li>h) Fine;</li> <li>i) Any combination of these penalties.</li> </ul>

# Model Constitution with Notes



Content Areas	Notes / Questions	Sample Wording / Clauses
		<p>19.3 Members or persons dealing with the NBA or sharing in its activities, including a person who:</p> <ul style="list-style-type: none"> <li>○ participates as a player in an event under the authority of the NBA;</li> <li>○ acts as an official (trainer, coach, team manager, delegate, representative, doctor etc of a team), a Member or its affiliates;</li> <li>○ officiates as an international technical official or in a similar role;</li> <li>○ organises or helps to organise (staff, volunteer), a competition which is placed under the NBA authority;</li> <li>○ assumes any role within the NBA;</li> </ul> <p>recognise and accept the following subject to appeals to external appeals bodies and CAS:</p> <ul style="list-style-type: none"> <li>○ the Statutes of the NBA;</li> <li>○ the NBA’s authority on all matters concerning national badminton;</li> <li>○ the mandatory nature of the Statutes;</li> <li>○ the NBA’s jurisdiction and the right to make any decision or impose any sanction based on the Statutes of the NBA;</li> <li>○ that the NBA appeals, complaints and dispute resolution processes must be fully exhausted before taking any case to the Court of Arbitration for Sport (CAS);</li> </ul>



# Model Constitution with Notes



Content Areas	Notes / Questions	Sample Wording / Clauses
		<ul style="list-style-type: none"> <li>○ that the Appeals Committee shall be the first and only point for any appeal against decisions of the NBA and its Disciplinary Committee other than decisions of a General Meeting. The Appeals Committee shall operate in accordance with the procedural rules determined by the Executive Committee;</li> <li>○ the BWF or Court of Arbitration for Sport (CAS) as the only competent judicial authority external to the NBA, to the exclusion of any ordinary court of law in respect of the NBA and its Statutes, any civil judicial authority of any country and any other arbitration body;</li> <li>○ the final and without appeal status of the decisions made by the CAS;</li> <li>○ the requirement to abide by the decisions of the NBA, BWF and/or CAS without attempting to hinder their application.</li> </ul> <p>19.4 A Member shall have the authority over any person acting under its auspices and shall take the responsibility for any penalties that such a person may be given.</p> <p>19.5 Anything affecting a non-Financial Member shall also extend and affect all such persons acting under and on behalf of that non-Financial Member.</p>

# Model Constitution with Notes



Content Areas	Notes / Questions	Sample Wording / Clauses
<p><b>Judicial Procedures</b></p> <p><b>Judicial Bodies</b></p> <p><b>Anti-Doping</b></p>	<p>What are the judicial bodies of the association.</p> <p>How are anti-doping offences dealt with? These may not be within the NBA system, but can be within general Sports Federation system of the country. This should be explained and made reference to.</p> <p>Decide which bodies are relevant? (General meeting and an Executive Committee/Council is obviously mandatory).</p>	<p><b>Article 20 – Judicial Bodies of the NBA</b></p> <p>20.1 The following bodies of the NBA have judicial powers in accordance with the NBA Statutes:</p> <ul style="list-style-type: none"> <li>20.1.1 The General Meeting;</li> <li>20.1.2 The Executive Committee;</li> <li>20.1.3 The Disciplinary Committee;</li> <li>20.1.4 The Appeals Committee.</li> </ul> <p>20.2 With the exception of the Appeals Panel, the bodies may delegate their power. In all cases the procedural provisions of the constitution shall be followed.</p> <p>20.3 The judicial bodies of the NBA have the power to make decisions and impose penalties in their areas of duty as set out in the constitution.</p>
		<p><b>Article 21. Sanctions and Penalties</b></p> <p>21.1 Any suspension is from all competitive events for such time as is seen fit, including the possibly for life.</p> <p>21.2 Any fine imposed on a player, competition official or other person shall be notified to the Member, to which the person belongs that shall have the responsibility for</p>

# Model Constitution with Notes



Content Areas	Notes / Questions	Sample Wording / Clauses
		<p>submitting payment to the NBA within [insert a number – for example - 60 days] from the date of that notification.</p> <p>21.3 Provisional suspension of a player or official may be imposed by the Executive Committee, where there is strong evidence of serious misconduct, until the disciplinary process is concluded. The provisional suspension may be terminated by Executive Committee or another judicial body of the NBA.</p>
<p><b>Appeals Processes</b></p>	<p>This is a mandatory elements together with discipline. The Disciplinary body and appeals body must be independent of each other – both the members of such bodies - and also the members hearing an appeal must not have a conflict of interest.</p>	<p><b>Article 22. Appeals</b></p> <p>22.1 Appeals shall be considered by the Appeals Committee. The Appeals Committee is independent and is appointed by a General Meeting upon recommendation by the Executive Committee.</p> <p>22.2 No less than six (6) arbitrators are appointed to form the Appeals Committee. Each arbitrator shall have a knowledge of the sport and some shall be legally trained.</p> <p>22.3 NBA Executive Committee members or NBA staff or NBA office volunteers may not serve on the Appeals Committee.</p> <p>22.4 Each appeal shall be considered by an Appeals Panel of three (3) persons selected from the membership of the Appeals Committee appointed by the AGM. One panel member shall be selected by the appellant, one panel member selected by the Executive Committee. These two arbitrators then agree on the third panel member to hear the appeal. One person in each panel to hear an appeal shall be legally trained.</p>

# Model Constitution with Notes



Content Areas	Notes / Questions	Sample Wording / Clauses
		<p><b>Article 23. Judicial Bodies Procedural Rules</b></p> <p>23.1 The judicial bodies of the NBA shall provide fair procedures to all parties involved and shall respect their fundamental rights.</p> <p>23.2 Judicial bodies shall recognise in particular:</p> <p>23.2.1 That a person who may have a conflict of interest shall not be a member of the decision-making body;</p> <p>23.2.2 The right of the person charged to know the charge;</p> <p>23.2.3 The right to know the penalties which might be imposed; and</p> <p>23.2.4 At their own expense, the right to be heard, to present a defence, to produce evidence and to be assisted by counsel.</p>
		<p><b>Article 24. Alteration of this Constitution</b></p> <p>24.1 This constitution may be altered at a General Meeting, if due Notice of the proposal embodying such alteration has been given and such proposal or one having the like effect is carried at the meeting by a majority of [insert a number – for example – two-thirds] of the Votes Cast.</p> <p>24.2 Any alteration made to any Article shall take effect on the day following the General Meeting unless otherwise specified.</p>

# Model Constitution with Notes



Content Areas	Notes / Questions	Sample Wording / Clauses
		<p><b>Article 25. Dissolution</b></p> <p>25.1 The NBA shall not be dissolved except at a Special General Meeting especially convened for the purpose and by a proposal carried by a majority of [insert a number – for example – four fifths] of the Votes Cast.</p> <p>25.2 In the event of such dissolution, any assets in hand shall be divided between the Members in proportion to the subscriptions paid in the year immediately preceding dissolution by each Member.</p>