

International Softball Federation
CONSTITUTION

Approved and Adopted at ISF Congress - October 30, 2011

International Softball Federation
1900 South Park Road
Plant City, Florida 33563 USA

ISF CONSTITUTION

Adopted 30 October 2011

ARTICLE 1. NAME AND DEFINITIONS

1.01 The name of this organization shall be the International Softball Federation, Inc., and hereinafter may sometimes be referred to as the “ISF” or the “Federation”. The ISF is and shall remain a non-profit organization.

1.02. Unless the context otherwise requires, the terms below have the following meanings in this Constitution and in every Code:

"Code"	includes any Code (including the Competition Code, the Technical Code and the Playing Rules) now in force or as amended from time to time;
“Congress”	a Congress of the ISF is comprised of the biennial general meetings of the ISF, and shall encompass any business, regional or organizational meetings held during the period of the Congress as well as the General Session of the Congress. A Special Congress is defined in Article 7.15;
“Constitution”	this document, now in force or as amended from time to time;
“Board”	the Board of Directors of the Federation;
“Employee”	an individual who works for the ISF for monetary compensation, full or part-time, and who qualifies as an “employee” under the law of the jurisdiction in which the ISF is located;
“Executive Committee”	the Executive Committee of this Federation as defined in Art. 401;
“Foreign Person”	a player, athlete, coach, manager, administrator, scorer, umpire or other official from one National Federation involved in a Softball competition, including an ISF Competition, in or under the jurisdiction of a different National Federation;
“IOC”	International Olympic Committee;
“ISF Competition”	a competition in Softball including a World Championship, the Olympic Games, a Qualifier for a World Championship

or Olympic Games (“Qualifier”), a competition held as a World Cup or competitions held during multi-sport regional or area competitions, such as but not limited to the World University Games, the Pan American Games and the Asian Games;

“International Competition” any softball competition not included within the definition of “ISF Competition” involving club teams or national teams from more than one National Federation country;

“National Federation” a recognized National Governing Body for Softball in a nation that is a Member of the ISF;

“National Governing Body” the Softball Federation that is recognized by that nation’s NOC (or an equivalent entity) as the sole governing and authoritative body for Softball in that nation;

“NOC” a National Olympic Committee;

“Person” includes an individual, non-profit organization, trust, partnership, company or any other recognized form of entity;

“Regional Competition” a Softball competition organized and sanctioned by a Regional Federation;

“Regional Federation” a confederation of National Federations within a Region as defined in Art. 2.04;

“Rule” a rule adopted under a Code;

“Softball” any and all forms of softball including but not limited to fastpitch, slowpitch, modified fastpitch, 16-inch slowpitch, indoor and paralympic or wheelchair softball, and beach softball, by these or any other names;

ARTICLE 2. OBJECTIVES, JURISDICTION, LOCATION AND RECOGNITION

2.01 The objectives of this Federation (“Objectives”) shall be as follows:

- (a) To encourage the development of all types of Softball throughout all nations;
- (b) To adopt, approve, administer, revise and enforce the Codes and Rules governing competitions in Softball;
- (c) To ensure that all ISF Competitions are sanctioned under and comply with this

Constitution and the relevant Codes and are open to eligible National Federations;

- (d) To cooperate with the IOC and the Olympic Movement to promote, implement and achieve the Objectives, and to preserve and guarantee the interests of the ISF and its member National Federations, and to support and maintain the ideals of the Olympic Movement in all aspects of Softball;
 - (e) To promote the struggle against doping and develop strategies therefor;
 - (f) To decide any dispute that may arise between, among or involving member National Federations that is referred to the ISF by an interested party, and to provide for the uniform recognition and application of disciplinary actions;
 - (g) To establish, organize and administer training, qualification and development programs for players, administrators, coaches, managers, umpires, scorers and technicians;
 - (h) To establish, collect or cause to be collected and to approve and maintain statistics, statistical compilations and records for access via the web site and elsewhere;
 - (i) To operate a Hall of Fame and recognize appropriately the contributions of those involved in Softball.
- 2.02 The offices of the ISF shall be in such location as the Board may from time to time determine.
- 2.03 The ISF, recognized by the IOC as the official international governing body for Softball, is appointed to and claims jurisdiction over every form of Softball.
- 2.04 For the purposes of the Federation, there shall be five (5) world regions (“Region”): Africa; Asia; Europe; the Americas (North America, Central America, the Caribbean and South America); and Oceania. Every Regional Federation shall provide an organizational structure within its Region for the purposes of its own prudential matters and for Regional Competitions, which may or may not be an ISF Competition.
- 2.05 Discrimination is not allowed against any nation or person involved in Softball on the grounds of race, religion, political affiliation, color, sex, sexual orientation, national origin, ancestry, handicap or otherwise.
- 2.06 The financial year and accounting period of the ISF shall be the calendar year (1 January to 31 December) and shall end every 31 December.
- 2.07 No person, Officer, National Federation, member of a Commission or Committee may do indirectly or through another anything that which would be improper as regards this Constitution, a Code, an ISF Competition or in any other matter concerning Softball that is under the jurisdiction of the ISF.

2.08 The intellectual property of the ISF is the sole and exclusive property of the ISF. The intellectual property cannot be used in any manner without the prior written authorization of the Board and on such terms and conditions as the Board determines.

ARTICLE 3. MEMBERSHIP, DUES AND FINANCES

3.01 National Federations

- (a) Eligibility for membership as a National Federation is open to a Softball organization that files an application, satisfies the criteria for membership and demonstrates that it is eligible for such recognition in accordance with the provisions of this Constitution.
- (b) The ISF shall recognize only one National Federation in a country for which an application is made and approved, the jurisdiction of which shall be limited to the internationally recognized political boundaries of that country.
- (c) An applicant for membership as a National Federation shall submit an application for recognition as a Member, in such form as the ISF shall require, which application shall include all supporting documentation and any additional information as is considered necessary or appropriate by the ISF. In particular, an applicant must:
 - (1) be a separate legal entity under the laws of the country in which it is organized;
 - (2) be a charitable, public service or not-for-profit entity having as its purpose the advancement of Softball competition and activities within its country, and have the managerial and financial capability to plan and execute its obligations;
 - (3) demonstrate that it is autonomous in the governance of Softball in its country in that it independently determines and controls all matters central to such governance, does not delegate such determination and control and is free from restraints;
 - (4) be recognized by the NOC for its country as the sole national federation for Softball: provided, however, that for those softball federations in a country which has no federation recognized by an NOC, the ISF reserves the right to make an exception;
 - (5) not be a member of any other international sports federation purporting to govern the sport of Softball;
 - (6) acknowledge the ISF as the sole governing body for international Softball and as the sanctioning authority for all ISF Competitions, and comply with the

provisions of this Constitution and every Code;

- (7) acknowledge all other member National Federations as the only governing authorities for Softball in their respective nations and all Regional Federations as the governing body for Softball on a Regional basis, subject to the constitutional limitations of such organizations;
 - (8) provide a means for and act as a conduit for all correspondence or communications regarding international Softball affairs;
 - (9) timely pay such fees, dues or other financial assessments in full and timely provide such information to the ISF as may be required of member National Federations. The amount of annual membership dues or other financial assessments shall be set by the Board. Dues must be paid on or before January 1 of each year in US Dollars;
 - (10) demonstrate that it does not discriminate in its membership policies and is open to any individual who is an eligible athlete, coach, trainer, manager, administrator, official or organization active in Softball in its country and not subject to a disciplinary action;
 - (11) provide any person over which it may have authority to determine eligibility to compete in softball or for membership in its organization, with fair notice and opportunity for a hearing before declaring such person ineligible to participate, or revoking such membership;
 - (12) be governed by a board of directors or other such governing board whose members are selected without discrimination of any form, except that, in sports where there are separate male and female programs, it provides for representation of both males and females on such board of directors or other such governing board;
 - (13) have among the voting members of its board of directors or governing board, individuals who play or are otherwise actively engaged in Softball competition or the organization or conduct of Softball within that country;
 - (14) provide and enforce proper procedures for the prompt and equitable resolution of grievances of its members, providing due process in all instances; and
 - (15) be approved by a majority vote of National Federations present and eligible to vote at the Congress during which such a vote is taken.
- (d) Only a National Federation that is current in the discharge of its obligations to the ISF under this Constitution shall be deemed to be in Good Standing and able to exercise those Rights to which it is entitled under this Constitution. A National

Federation that fails to discharge its responsibilities and duties as required by this Constitution may be deemed by the Executive Committee, subject to review by the Board if requested by the affected National Federation, not to be in Good Standing and not able to exercise its Rights unless and until such time as it may rectify any matter that caused it to lose its Good Standing, to the satisfaction of the Executive Committee. If it fails to do so within a reasonable period of time, as determined by the Executive Committee, its membership may be suspended or terminated as provided for herein.

- (e) A National Federation in Good Standing has the following rights (“Rights”):
- (1) to attend, address and take part in deliberations and to vote at a Congress;
 - (2) to nominate candidates for Office or have a person under its authority hold an Office;
 - (3) to nominate candidates to bid to host, or to itself host, a competition;
 - (4) to recommend individuals for appointment to Commissions and Committees;
 - (5) to have its teams participate in an ISF Competition;
 - (6) to propose amendments to the Constitution or a Code or otherwise to propose motions and other matters for consideration by a Congress;
 - (7) to do or engage in any other act to which a member National Federation that is in Good Standing is otherwise entitled to do;
 - (8) represent its nation in matters concerning Softball before the ISF, one or more Regional Federations and the NOC or other governmental or public or private bodies for sport within its country and internationally;
 - (9) exercise jurisdiction over, sanction and conduct domestic, Regional and International Competitions, including an ISF Competition held in its nation;
 - (10) establish procedures for the determination of eligibility standards for the participation of individuals or teams in competitions in its own jurisdiction or in ISF Competitions;
 - (11) select or participate in the selection of individuals and teams to represent its country in competitions in its own jurisdiction or in ISF Competitions; and
 - (12) certify, in accordance with applicable international rules, the eligibility of such individuals or teams to participate in competitions in its own jurisdiction or in ISF Competitions.

3.02 **Maintaining Membership**

In addition to the possible declaration that a Member is not in Good Standing under Section 3.01(d) above, a Member may be suspended or terminated by the Board by one or more of the following:

- (a) upon a complaint brought before the Board by an Officer or a Member, and after notice and a hearing, and a finding by the Board that membership should be suspended or terminated; or
- (b) upon the granting by the ISF of Membership as a National Federation to a new organization in the country involved: provided, such new applicant demonstrates to the satisfaction of the Board that it would more adequately and faithfully serve the interests of Softball and the ISF in that country and otherwise meets the criteria set out in Section 3.01.

3.03 The ISF shall be empowered to raise funds to the maximum extent permitted by law, and by whatever means proper under this Constitution. The income and property of the ISF, howsoever derived, shall be used towards the fulfillment of the Objectives as determined by the Board in the proper exercise of its powers, or the management of the ISF under the control of the Board. Nothing shall prevent:

- (a) the payment in good faith of reasonable out of pocket expenses, per diem, honorarium or stipend to an Officer, a Commission or a person serving on a Commission in accordance with the criteria laid down by the Board or in a resolution adopted by a Congress;
- (b) the distribution of funds or property made for the sole purpose of the carrying on of the business of the ISF or the promotion of the Objectives; or
- (c) payment of salaries and other remuneration and emoluments to an Employee, in accordance with the contract of employment for such Employee.

3.04 The Board, or the management of the ISF subject to the prior approval of the Board, shall have the power to sell, acquire, lease and maintain any real, intellectual or personal property for use in meeting the Objectives of the ISF.

3.05 As directed by the Board and subject to the supervision of the Finance Commission, the management of the ISF shall maintain and operate such bank accounts in the name of and for the benefit of the ISF, as is deemed necessary to carry out and effectuate the Objectives.

3.06 The books and fiscal records of the ISF shall be kept by the Finance Commission and shall be audited each year by a duly qualified, insured and independent auditor (“Auditor”).

- 3.07 The Board shall consider and approve the statement of accounts and balance sheets and audited financial statements for each fiscal year or such other period as may be required by the Board. Every such approved statement shall be provided on a timely basis to every member National Federation and submitted to a Congress in years when a Congress is held, for its approval. For the avoidance of doubt, the annual financial report to member National Federations shall consist of: a full statement of the financial position of the ISF as at the end of the accounting period (balance sheet) and statements of income and expenditure for the immediately ended accounting period. Appropriate interim unaudited financial statements shall be prepared from time to time, submitted to the Board and, if approved by the Board, made available to member National Federations.

ARTICLE 4. MANAGEMENT AND OFFICERS

4.01 Officers, Executive Committee and Board of Directors

- (a) Officers: The following are the Officers of this Federation, each holding an office (“Office”) as defined below for a four year term:

- President;
- First Vice President;
- Second Vice President; and
- Secretary General.

- (b) Board of Directors: The Board shall be comprised of the Officers and:

- Regional Vice Presidents – Africa, two; Asia, two; Europe, two; the Americas, four (North America (Canada, United States and Bermuda), one; the non-Spanish Speaking Caribbean, one; the Spanish Speaking Caribbean, Central America and South America, two); and Oceania, two;
- Immediate Past President (non-elective position for one four year term immediately following his or her term as President);
- Any IOC member that holds or has held a position on his or her National Federation and is appointed as a member of the Board, by the Board;
- At Large members (if required under Art. 4.03(c)); and
- Athlete Representatives, one woman and one man, as provided in Art. 4.03(b).

- (c) The Executive Committee shall be comprised of the Officers and two Regional Vice Presidents elected by the Board. Each member of the Executive Committee shall, during his or her term, disclose all conflicts of interest, refrain from self-dealing and discharge his or her duties in accordance with this Constitution.

4.02 Officers shall be elected as follows.

The President, the First Vice President, the Second Vice President and the Secretary General shall be elected at a Congress by majority vote of all Accredited Delegates present at that Congress, and shall hold only one Office at a time.

4.03 Members of the Board other than Officers shall be elected or appointed as follows:

- (a) Each Region shall at all times have Vice Presidents in accordance with Art. 4.01(b). Each Region will elect individuals from different member National Federations in that Region to hold the office of Regional Vice President. Regional Vice Presidents will be elected at a Congress prior to the General Session, by majority vote of the Accredited Delegates from that Region or area they represent within the Region as defined in Art. 4.01(b), present at that Congress. The election shall take place in an election year for Officers and at such Congress. Every individual elected as a Regional Vice President shall take Office at the end of that Congress. In the event of a vacancy of a Regional Vice President for any reason, that Region or area shall elect a replacement for the balance of that term, pursuant to the rules of that Region or area.
- (b) The Athlete Representatives shall be elected during an election year by eligible players (which eligibility shall be determined pursuant to standards which shall have been established by the Board) in accordance with such election process and procedure that the eligible players develop and which is approved by the Board.
- (c) One or more Members at Large may be elected by the Board only in the event of a gender inequality as defined in Article 4.06. Such election shall take place within 120 calendar days after an election which results in such an inequality, or after an inequality develops by events following an election, such as by way of example only, a resignation. The term of a Member at Large ends at the conclusion of the next Congress at which Officers are elected, but such Member at Large is eligible for reelection as a Member at Large hereunder.
- (d) Any IOC member who holds an elected position on his or her country's National Federation may, with the approval of the Board, become a voting member of the Board during his or her term as an IOC member and as a National Federation elected officer.

4.04 The First Vice President and the Second Vice President shall each be from a different National Federation. The President may not hold an office in a National Federation. If on election the President holds office in a National Federation, he shall leave such National Federation office not later than six (6) months after his election as President. Except for Athlete Representatives, members of the Board shall not participate or otherwise be involved in an ISF Competition as a player, manager, coach, umpire or scorer.

- 4.05 If for any reason an Officer position or Athlete Representative position becomes vacant or a such a position is not filled at an election at a Congress, then by a majority vote the Board shall within 120 calendar days elect an individual to fill that position for the remainder of the unexpired term.
- 4.06 For gender equality purposes, neither gender shall have less than 30 percent of the total number of positions on the Board.
- 4.07 The Board shall operate as follows.
- (a) The Board shall meet at least once every calendar year, which during a year in which a Congress is held, may or may not be during the Congress, and a meeting of the Board may take place in whole or in part via electronic means (a “Meeting”). Notice must be given not less than 60 calendar days before a meeting of the Board, with a request for items or information for the agenda. Any matter to be discussed at a Meeting must be received by the Secretary General 21 calendar days before the meeting. The Secretary General shall publish a written notice of such Meeting confirming the date, time, and location of the meeting, and provide agenda items and supporting documentation not less than 14 calendar days prior to each Meeting. Once a final written notice of a Meeting has been made, the Meeting may only be cancelled by majority vote of the Board.
 - (b) A quorum of the Board shall consist of 50% of the persons then holding office on the Board. The President shall preside at every Meeting of the Board, failing which the First Vice President shall preside in his or her place, failing which the Second Vice President may preside in his or her place, failing which the Secretary General shall preside, failing which the members of the Board in attendance shall elect a chair of the meeting.
 - (c) The Secretary General shall take or cause to be taken the minutes of the Meeting of the Board, provide draft minutes within 20 calendar days after the Meeting and publish them within 30 calendar days to every National Federation and on the ISF web site. At every Meeting of the Board, each member of the Board shall declare any conflict of interest involving any matter on the agenda or otherwise discussed at the Meeting, which conflict(s) shall be recorded in the minutes. A member of the Board may, with the prior written consent of the Secretary General, participate in a Meeting not called as a fully electronic meeting of the Board and be present by telephonic or other means of electronic communication as long as all participants can be clearly heard. A member of the Board attending a Meeting in this way shall be deemed to be present and this will not count as an absence.
 - (d) No member of the Board shall attend by or give a proxy to another person and no vote shall be taken by or opinion expressed by proxy. A resolution shall be validly passed if adopted by a majority of members of the Board present and voting. Unless otherwise agreed by the Meeting of the Board in question, the minutes of that meeting, in whole or in part, shall be public. If a quorum of members of the Board is not present at the start of a Meeting of the Board, that Meeting shall be adjourned

until such time as a quorum is established. No business can be conducted or actions taken without a quorum.

- (e) Notwithstanding any other provision of Art. 4, a member of the Board may request that the Board meet on an expedited basis provided that more than two-thirds of the members agree in writing to hold such a meeting (“Special Board Meeting”). The procedures in Art. 4.07 shall apply to every Special Board Meeting, but the notice, agenda and distribution requirements may be waived.

4.08 The Executive Committee may meet at such times other than during a Meeting of the Board or a Special Board Meeting. At such meetings, the Executive Committee may discuss or consider any issue of relevance to the ISF and make recommendations to the Board for its action, or it may exercise such authority as may have been delegated to it in writing by the Board.

4.09 The following shall govern the removal of an Officer or other member of the Board.

- (a) The grounds for the removal of an Officer or other member of the Board are as follows:
 - (1) failure to properly discharge his or her duties under this Constitution;
 - (2) the conviction of a criminal offense that in his or her country would result in the imposition of a monetary fine or a term of imprisonment, or the insolvency, bankruptcy or disqualification to serve as a director of a company of such person;
 - (3) the commission or omission of an act that brings the ISF or Softball into disrepute; or
 - (4) the incapacity of the individual involved.
- (b) The Officer or other member of the Board subject to removal shall be timely notified of the receipt of any such motion for removal. The procedural and substantive provisions of the ISF Disciplinary Code shall apply to every proceeding for a removal.
- (c) In the case of a removal, the provisions for election of individuals in the event of a vacancy shall apply. In the case of a suspension, the individual shall be suspended from all activities as regards his or her Office and may not take part in any activities or deliberations of the Board, in accordance with the terms of the suspension.

4.10 The powers of the Board are those as set forth in this Constitution hereinabove or below, and as follows:

- (a) approve every ISF Competition;

- (b) supervise the administration of this Federation, and prepare for and summon a Congress, the venue and time of which are decided by the preceding Congress or, if no venue and time was set by a Congress, set these as soon as practical thereafter or as required herein for a Special Congress;
- (c) review proposed budgets and each year adopt the budget for the operation of this Federation no later than December first for the following calendar year, including for the Board, the Executive Committee or a Commission.
- (d) provide a written report of its activities to every Congress;
- (e) propose or in the proper delegation of its authority cause a Commission to propose amendments to the Constitution or a Code;
- (f) propose motions and other matters for deliberation and action by a Congress;
- (g) supervise the Executive Committee and the management of the ISF in the hiring, retention, supervision and termination of Employees, and the approval of every written contract of employment;
- (h) study and publish or to cause a Commission to study and publish a written report on any matter involving Softball, the ISF and this Constitution;
- (i) take in case of emergency or exceptional circumstances all necessary measures that might not be provided for in this Constitution to protect, preserve and defend the assets of the ISF;
- (j) monitor, supervise and orient the activities of Commissions;
- (k) ensure that the decisions of a Congress are timely and properly implemented;
- (l) otherwise supervise the conduct of the affairs of the ISF;
- (m) review materials to be presented to a Congress and, if required, approve the documents to be presented to the Congress when they are issued under its responsibility or its authority, and issue any recommendations and comments that it deems necessary;
- (n) adopt, amend or rescind a Code other than the Playing Rules;
- (o) otherwise take all actions as required or necessitated by this Constitution and every Code.

4.11 The daily operation of the Secretariat of the ISF shall be carried on by the Employees of the ISF under the supervision of the President (the “management” of the ISF), and the

President shall have the power to retain professional services and consultants to perform tasks necessary to effectuate plans and meet the needs of running the Federation, subject to supervision by the Board.

ARTICLE 5. COMMISSIONS

- 5.01 The Board has the power to create any Commission that it deems necessary for the good administration of the ISF and, as applicable, the Objectives or the business of the ISF.
- (a) The President shall appoint and dismiss Chairpersons and members of Commissions with the approval of the Board.
 - (b) Commissions act on the authority and under the supervision of the Board and report to the Board and a Congress, if required. Every Commission shall have terms of reference and operating procedures, which shall be approved by the Board.
 - (c) The following Commissions are mandatory and may only be dissolved by a two-thirds majority vote of the Board.
 - (1) The Playing Rules Commission: it establishes, defines, reviews recommendations or proposals by member National Federations, and proposes to a Congress for its adoption the rules by which Softball is played (“Playing Rules”).
 - (2) The Development Commission: it establishes, defines and recommends the policy and programs for development of Softball, advises the Board on requests for development and defines specific development programs for Softball.
 - (3) The Legislative Commission: The Legislative Commission reviews and submits recommendations or proposals by Members, proposes to the Board amendments to the Constitution, and advises the Board, the Executive Committee and the Congress on such matters.
 - (4) The Equipment Standards Commission: it makes recommendations to and advises the Playing Rules Commission, the Board and the Congress on standards and specifications for equipment used in Softball.
 - (5) The Competitions Commission: it recommends criteria under which ISF Competitions are held, proposes requirements for future Competitions and reviews bids and bid procedures and reports to and advises the Board and the Congress on these matters to ensure that they are in compliance with established requirements.
 - (6) The Hall of Fame Commission: it governs the process by which nominations are received and elects candidates to the Hall of Fame.

- (7) Athletes Commission: it advises on matters relevant to players. It is comprised of at least six (6) members who have participated in at least one ISF Competition within the six (6) years immediately preceding his or her election. The ISF will pay the expenses for the athletes attending meetings of the Athletes Commission.
 - (8) Finance Commission: Shall be comprised of the members of the Executive Committee plus up to two (2) additional persons which two persons are appointed pursuant to Art. 5.01(a). The Chairman of the Finance Commission shall be elected from among the Officers by the Finance Commission on a vote of the entire commission. The Finance Commission may seek outside consulting services, including but not limited to investment advisors, subject to the supervision and approval of the Board. It gathers information which may impact the revenues realized by or the costs of operations of the Federation, reviews budget recommendations and reports on its activities and recommendations to every Board Meeting and every Congress other than a Special Congress, unless a request for a report is required at a Special Congress.
- (d) Every member of a Commission shall declare any conflict of interest in connection with his or her involvement with that Commission and shall recuse himself or herself from any matter before the Commission and concerning himself or his or her National Federation.

ARTICLE 6. THE CONSTITUTION AND THE CODES

- 6.01 This Constitution may be amended only in a duly called and quorate meeting of a Congress and only if more than two thirds of the National Federations in Good Standing and in attendance at such Congress vote affirmatively for such change. A copy of every proposed amendment shall be treated as a Motion to be presented before a Congress. Unless otherwise stated in the text of the Motion, every amendment shall come into effect at the close of the Congress at which such amendment was adopted.
- 6.02 The Playing Rules may be adopted, amended or rescinded only by a Congress on the vote of a simple majority: provided, however, that amendments to the Playing Rules may only be made after consideration and review by the Playing Rules Commission.
- 6.03 The Technical Code governs all World Championships and Olympic Games and Qualifiers for both. The Technical Code may be adopted, amended or rescinded only by the Board on the vote of a simple majority: Provided, however, that amendments to the Technical Code may only be made after consideration and review by the Competitions Commission.
- 6.04 Save for applicable law, the Constitution and every Code are the only governing documents of the ISF.

- (a) Every power, express or implied, for the administration of Softball internationally shall be vested in and may be exercised by a Congress, the Board or the Executive Committee (as the case may be). Every Code, the decision of a Commission and the action taken by a Congress, the Board or the Executive Committee shall be consistent with this Constitution. In the event of any discrepancy or conflict, this Constitution shall prevail.
- (b) The jurisdiction to consider, interpret or resolve any constitutional dispute, interpretation or matter arising under this Constitution or between this Constitution and a Code is vested in the Executive Committee, whose decision shall be final.

ARTICLE 7. CONGRESSES AND SPECIAL CONGRESSES

- 7.01 The ISF will meet in Congress every second calendar year, in the odd numbered year and in the final three months of that year, save for a Special Congress that shall be convened pursuant to Art. 7.15.
- 7.02 The Secretary General shall advise the exact date and location of every Congress at least six (6) months prior to the fixed date of the meeting, and the exact date and location of every Special Congress as soon as that Special Congress is validly called in conformance with Article 7.15.
- 7.03 A member National Federation may bid to host a Congress by presenting, in a form specified and a time set by the Board, a proposal for review by the Board and a vote by a Congress. Only one (1) city in any one nation may present a bid. Bids in the specified form must be received by the Secretary General not less than six (6) months prior to the Congress at which bids will be considered and shall be mailed to each member National Federation with all of the materials for that Congress.
- (a) A deposit of one thousand US dollars (US\$1,000) is required to perfect a bid. Bid deposits will be refunded within seven (7) calendar days of the vote on the bid at a Congress for unsuccessful bidders, and at the time of the Congress for the successful bidder.
 - (b) If a bidder does not fulfill all commitments for hosting a Congress at any time after having been awarded the right to host a Congress, in addition to whatever other rights the ISF may have, the deposit shall be forfeited.
 - (c) Where a National Federation that has been awarded a bid repudiates, purports to cancel or cancels the Congress, or there is no bid for said Congress, the alternative venue shall be determined by the Board.
- 7.04 A National Federation or the Board may give notice of motions together with supporting materials (“Motion”) to form the business of a Congress, which must be received by the Secretary General not less than 90 calendar days prior to the Congress. A Motion is any matter that forms part of the business of the ISF, and for the avoidance of doubt includes

bids for Competitions, amendments to this Constitution, reports of Commissions, budgets, Code amendments and any other matter to be properly brought before a Congress. A Motion may be considered by the Congress upon less than 90 calendar days notice, but only with consent of at least 75% of the National Federations in Good Standing attending that Congress.

- 7.05 The Secretary General shall prepare or cause to be prepared a package of Materials and an agenda for every Congress (“Agenda”) and shall post them to National Federations and add them on the ISF web site not less than 60 calendar days before such Congress.
- 7.06 Every Congress shall be comprised of Officers, Board members and delegates selected by National Federations in Good Standing and whose credentials are accepted by the ISF (“Accredited Delegates”), with others in attendance as may be provided for in this Constitution. No more than two individuals may serve as Accredited Delegates for a National Federation, whose names must be submitted by the National Federation to the ISF Secretary General no less than seven (7) days prior to the opening of the Congress. A National Federation that is not in Good Standing on the date of the Congress may attend only through a non-voting representative. Accredited Delegates and non-voting representatives shall not be recognized if they are subject to a disciplinary decision that prohibits participation in a Congress. No Accredited Delegate or representative shall represent more than one National Federation, and every National Federation shall inform the Secretary General in writing of the name of the individual(s) who will act as its Accredited Delegate or representative.
- 7.07 Only Accredited Delegates and members of the Board in attendance at a duly called and quorate Congress may vote. Every Accredited Delegate shall have one (1) vote. If a National Federation sends one (1) Accredited Delegate to a Congress, such individual shall be entitled to cast two (2) votes upon presenting evidence satisfactory to the Secretary General that such individual is duly authorized by his or her National Federation to do so. Every Board member shall have one (1) vote. Voting by proxy, letter or otherwise is not permitted at a Congress.
- 7.08 At the start of every Congress, the Secretary General shall certify and publish (a) a list of every Member, Commission member or other person in attendance, (b) a list of every Accredited Delegate, non-voting representative, Officer and Board member in attendance and (c) the agenda for the Congress in the event that any additions to the agenda have been requested by persons after the close of the agenda 60 days prior to the meeting.
- 7.09 A quorum for a Congress shall constitute the attendance in person of at least 30 of the then current number of National Federations in Good Standing.
- 7.10 The President shall control the conduct of a Congress (“Chair”), failing which the First Vice President, the Second Vice President or the Secretary General shall be the chair, in that order. If no such person is in attendance, the Board shall elect one among them to serve as Chair.

- 7.11 The order of business of the General Session of a Congress shall be:
- a. Roll call
 - b. Approval of the minutes of the previous Congress
 - c. Reports
 - d. Consideration and approval of bids
 - e. Amendments to Constitution
 - f. Election of Officers and acknowledgment of the election of Regional Vice Presidents
 - g. Consideration whether to take up Motions under Section 7.04
 - h. Any other business
 - i. Adjournment.
- 7.12 Save as otherwise provided for in this Constitution, a Motion or a resolution before a Congress may be adopted by a majority of the National Federations in Good Standing, present and eligible to vote.
- 7.13 The election of Officers by the Congress shall be governed by the following procedures.
- (a) Every Officer to be voted upon by the Congress shall be elected for a period of four (4) years and assume office at the conclusion of the Congress at which elected.
 - (b) A member National Federation can nominate only one (1) candidate for each elective Officer position, which nomination must be signed by the President/Executive Director/Secretary/ Administrator of the National Federation submitting that nomination, and the person nominated must be affiliated with that National Federation. Notice of nomination for such an Officer position shall be made in accordance with the criteria for Motions in Art. 7.04. The Secretary General shall assemble and deliver the list of candidates to each member National Federation with the Agenda.
 - (c) The election of Officers by the Congress shall be in the order of succession: President; First Vice President; Second Vice President, subject to the restrictions of Art. 4.04; and Secretary General. Each Elected Officer shall be elected to that Office by secret ballot, with each National Federation in Good Standing having not more than two votes. The candidate that receives a majority of the votes cast shall be elected to that Office.
 - (1) If there is only one (1) candidate for an Office, there shall be a “yes” or “no” secret ballot. This nominee shall be elected to that Office if he or she receives a “yes” in a majority of votes cast. If this does not occur, the Chair shall declare that there are no candidates for that Office and an election shall be held as provided for in Art. 7.13(c)(3).
 - (2) If three or more individuals are candidates for an Office, the one candidate that receives a majority of the votes cast shall be declared the winner of that election. If the tally of votes shall not result in a majority for one person, the

individual with the lowest number of votes in that round shall be eliminated and voting in subsequent ballots shall continue involving the remaining candidates until one person receives a majority of the votes cast, which person shall be declared the winner.

- (3) If there is no valid nomination for an Office or if a single nominee does not attain a majority as provided for in Art. 7.13(c)(1), nominations for that Office may be made from the floor of the Congress but an individual may be nominated for an Office only by his or her National Federation. Only an Accredited Delegate shall make such a nomination. There may be more than one such nomination for an Office. Voting shall continue as provided for in this Art. 7.13(c)(2) until one nominee receives a majority of votes, who shall be declared the winner of the election. If no individual receives the required majority, the Chair of the Congress shall declare that Office vacant and that Office shall be filled as provided for in Art. 4.05.

- 7.14 If within a reasonable period after the designated start time for a Congress the Secretary General has conducted the Roll Call and established that a quorum as defined in Art. 7.09 is not present, then and for that time deliberations may be had but no Motion or resolution shall be adopted. The National Federations then present, even if not a quorum, may delegate to the Board any matter to be considered at that Congress for its deliberations any and action other than the election. Any such matter shall be considered and acted upon by the Board in the same period scheduled for the Congress.
- 7.15 The Board shall summon a Special Congress if 30 current National Federations in Good Standing give notice in writing to the Secretary General that they desire such a Congress for a particular identified purpose and provide materials necessary to accomplish the purpose of said meeting. Those National Federations who request a Special Congress shall pay all reasonable, direct costs to the ISF of conducting the Special Congress, including without limitation travel expenses of the Board. The venue shall be set by the Board in the Region where the plurality of requesting National Federations are located. The Secretary General shall, not more than 45 calendar days after the receipt of said notice and materials, summon all National Federations to attend the Special Congress to be held on a date not less than 60 calendar days nor more than 75 calendar days after the summons, which summons shall include the materials provided by those requesting the Congress. The only business that may be conducted at a Special Congress shall be the subject matter(s) set forth in the summons for the Special Congress.

ARTICLE 8. ELIGIBILITY AND DISQUALIFICATION

- 8.01. Every athlete wishing to participate in an ISF Competition must be a citizen of the country of the National Federation which is entering him or her in that Competition. The term “citizen” shall be that as defined in the laws of the country that the athlete wishes to represent.

- 8.02 An athlete who is a citizen of more than one country at the same time may represent only one country of his or her choice.
- (a) An athlete that has represented one country in a World Championships or Olympic Games, or a Qualifier for that World Championships or Olympic Games, may not represent another country unless he or she satisfies the conditions in 8.02(b).
 - (b) An athlete who has represented one nation in a World Championships or Olympic Games or a Qualifier for a World Championships or Olympic Games who has changed or acquired a new nationality, or who is a dual citizen and has represented one country, shall not participate in a World Championships or Olympic Games or a Qualifier for World Championships or Olympic Games to represent his or her new or other country until three (3) years after such change or acquisition, or declaration of intending to play for the other country. This period may be reduced or cancelled with the agreement of the National Federations concerned and the approval of the Board.
- 8.03 An individual shall not be eligible to compete in an ISF Competition if such person is subject to a disciplinary decision relevant to such competition or it is established that such person competed under a name other than his or her own or engaged in any other act that is proscribed by this Constitution or a Code.
- 8.04 Any dispute relating to the determination of the country which a player may represent in the Olympic Games or a Qualifier for an Olympic Games shall be resolved by the IOC Executive Board. Any dispute relating to the determination of the country which a player may represent in a World Championships or a Qualifier for a World Championship shall be resolved by the Board.
- 8.05 **Disciplinary Proceedings by National Federations**
- (a) The ISF recognizes the jurisdiction and right of a National Federation to discipline or disqualify in its own territory any person in accordance with the rules of that National Federation, in accordance with the obligations of that National Federation to provide a full and fair opportunity for such person to be present, to be heard, to be represented by counsel and to appeal any such decision.
 - (b) Subject to this Constitution, an applicable Code and applicable law, a National Federation shall have the right to discipline or disqualify a foreign person that, in a Softball competition sanctioned by that National Federation, violates the rules of that National Federation. After a final determination is made and a decision is made to discipline or disqualify the person, the decision shall be provided to the ISF and the National Federation to which the person belongs. All National Federations and the ISF shall abide by the final determination (if appealed, a determination is not final unless and until affirmed on appeal). Should that foreign person contest any such decision of that National Federation, that person has the right to appeal such decision to the Court of Arbitration for Sport of the Canton of Vaux, Switzerland

(“CAS”) under the applicable rules of CAS. The decision of the CAS shall be final.

- (c) The ISF may discipline or disqualify any person for any offense which is a violation of this Constitution or a Code, pursuant to Section 8.06 of this Constitution.

8.06 Dispute Resolution

- (a) A complaint seeking a disciplinary ruling may be brought by the Board, any National Federation or any Regional Vice President arising out of an act or omission that involves a matter under this Constitution or a Code, or arising out of an ISF Competition that is not otherwise provided for in this Constitution or a Code. All complaints shall be in writing, state the matter of concern, accompanied by any supporting documentation, and a list of witnesses or other persons having information on which the complaining party wants to rely.
- (b) A complaint for dispute resolution may not be filed with the ISF unless and until all available administrative remedies provided by any other organization with authority over such complaint are exhausted.
- (c) The sole and exclusive means for dispute resolution shall be as provided for in the Disciplinary Code.
- (d) Every such complaint shall be dealt with by the applicable provisions of the Disciplinary Code, having regard to this Constitution.

8.07 Arbitration

- (a) Any dispute against or by the ISF shall be resolved exclusively by arbitration before the CAS or any of its regional offices. No dispute or any other matter may be brought before a court. All other processes must be exhausted, including dispute resolution in Art. 8.06, before arbitration may be sought.
- (b) The arbitration shall be conducted in accordance with the rules of the CAS, or pursuant to such other rules or modified rules as the parties agree. The decision of the arbitrators shall be final, binding upon the parties and non-appealable.

ARTICLE 9. COMPETITIONS

9.01 Competitions

- (a) The ISF recognizes the following competitions in Softball.
 - (1) ISF Competitions, as defined in Art. 1.02.
 - (2) International Competitions, as defined in Art. 1.02.

- (3) National Competitions (national championships or tournaments in which club or national teams from one country play. A national championship is open to all Softball players or teams in that National Federation and is not an ISF Competition or an International Competition. Every National Federation has the right to hold its national championships and tournaments under its own rules and regulations.
 - (b) ISF sanction or approval shall be required for ISF Competitions. International Competitions require the consent of the host National Federation. National Competitions require only sanction or approval by the host organiser or National Federation involved.
- 9.02 The Codes, Playing Rules and Technical Code (“ISF Codes”) apply to every ISF Competition. For International Competitions either the ISF Codes or the rules and regulations of the host National Federation apply. For national competitions, the rules and regulations of the host National Federation apply.
- 9.03 Each member National Federation shall mutually recognize each other as the only Federation governing Softball in their respective nations, and as the only bodies competent to regulate international Softball relations, and they alone can select competitors from their nation to represent them at an international competition or an ISF Competition.

ARTICLE 10. WORLD CHAMPIONSHIPS

- 10.01 World Championships shall be held as provided for in the Technical Code. Bids shall be in the proper written form and comply with the requirements in the Technical Code.
- 10.02 The Competitions Commission shall under the Technical Code prepare and recommend to the Board a system for Qualifiers and qualifying teams for World Championship competition.

ARTICLE 11. OLYMPIC GAMES

- 11.01 The Competitions Commission shall under the Technical Code prepare and recommend to the Board a system for Qualifiers and qualifying teams for Olympic Games competition. This Commission shall make such proposal at least three (3) years prior to Softball participating in an Olympic Program. This Commission shall take into consideration in preparing and recommending a system of qualifying that will give the greatest opportunity to as many National Federation teams and Regions as possible to participate in Olympic qualification taking into consideration time and cost factors. The Board shall consider all proposals with the ultimate consideration being to have the strongest and most competitive teams participating in the Olympic Games.

ARTICLE 12. DOPING CONTROL

12.01 The ISF has adopted and administers and enforces a comprehensive anti-doping control program addressing both in-competition and out-of competition testing (“Anti-Doping Program”). The Anti-Doping Program is set forth in the ISF Anti-Doping Code and is given to all National Federations, the IOC and the NOC of every National Federation. Any violation of the Anti-Doping Program shall result in action being taken pursuant the final determination of the hearing body and as provided under the Anti-Doping Code.

ARTICLE 13. HALL OF FAME

13.01 There is established an ISF Hall of Fame. Players and non-players may be nominated, elected and honored in accordance with the requirements established by the Hall of Fame Commission with the approval of the Board.
