

CONSTITUTION OF THE TRIATHLON ASSOCIATION PNG



INTERPRETATION

In these Laws, including this law, unless the subject matter or context is inconsistent therewith:

“The Act” means the Companies Acts including any statutory modification or re-enactment of it for the time being in force;

“Article” means the relevant Article as contained in the Articles of Association;

“Memorandum” means the relevant memorandum as contained within the Memorandum of Association.

“The Association” means the Triathlon Association Papua New Guinea;

“Employee” means a person appointed by the Governing Council;

“Clear days” in relation to any period of notice means that period excluding the day when the notice is given or deemed to be given and the day for which it is given or on which it is to take effect;

“Doping” means the taking of proscribed substances or participation in doping methods prohibited by the International Olympic Committee and World Anti-doping Agency (WADA). In addition, assisting or inciting others to contravene doping regulations is also considered an offence;

“Duathlon” means an event comprising in any combination of any two of the Triathlon disciplines;

“Governing Council” means the Council of management of the Association;

“Members Register” means a register or database retained by the Association, containing the names, addresses and description of its members;

“Regional Branches” means the bodies, duly elected, charged with administering the provinces of the Association;

“Committee” means, subject to the provision set out in these Laws, any Standing, Disciplinary, Investigative or Sub-Committee of the Governing Council of the Association;

“Triathlon” means an event comprising any combination of swimming, cycling and running;

“Working Party” means any temporarily constituted group established by the Governing Council or one of its Sub-Committees to report on a specific matter;

“Property” includes all real, personal or heritable and moveable estate, including books and papers;

Words importing the masculine or feminine gender include the feminine and masculine gender respectively;

Words importing the singular or plural include the plural and singular respectively;

Unless the context otherwise requires, words or expressions contained in these Articles bear the same meaning as in the Act but excluding any statutory modification of it not in force when these articles become binding on the Association.

PART 1 CONSTITUTION

1.0 Title

1.1 The name shall be The Triathlon Association Papua New Guinea Limited, Company Number ????? registered in accordance with the Companies Acts ????? and having registered offices located at ?????.

1.2 The working title of the Association shall be Triathlon Association Papua New Guinea (TA PNG).

1.3 The Memorandum and Articles of Association are precedent to the extent that they do not conflict with specific provisions of the Companies Acts ??????. Nothing contained in this document will, by error or omission, or in any other way whatsoever, contradict the requirements of the Memorandum and Articles of Association or any Statute in respect of Company Law.

1.4 This document should be read in conjunction with the Memorandum and Articles of Association of the company and is designed to give effect to the provisions of same.

2.0 Objects and Powers

2.1 TA PNG is the National Governing Body (NGB) for all Triathlon, Duathlon and variations of same within Papua New Guinea. It is affiliated to the International Triathlon Union (ITU).

2.2 The object of TA PNG shall be to develop, regulate and safeguard the interests of the Sport of Triathlon, as defined by the (ITU) for the benefit of the community and particularly:

- a. To affiliate to TA PNG all triathletes who are willing to abide by its Laws and rules.
- b. To promote the formation of an infrastructure of clubs with qualified coaches.
- c. To promote organise, formulate rules, fix dates and venues for championships, trials and other competitions.
- d. To promote and organise training courses for triathletes, coaches, technical officials and administrators.
- e. To select triathletes and officials to represent TA PNG.
- f. To publish a TA PNG Manual of Guidance incorporating Competition Rules.
- g. To co-operate with or affiliate to any organisation whose objects support and do not conflict with those of TA PNG.
- h. To produce and enforce a Code of Ethics for Officials and Coaches.

2.3 To carry on any other activities as may be considered conducive to the attainment of the above objectives or any one of them.

2.4 TA PNG aims to ensure a high standard and quality for all sanctioned events promoting the sport of Triathlon (including Duathlon) for all people who live in PNG being mindful of the need to carry out all functions in a manner that promotes equality of opportunity between:

- Persons of different religious belief, political opinion, racial group, age, marital status or sexual orientation.
- Between men and women generally.
- Between persons with a disability and persons without.
- Between persons with dependants and persons without

2.5 Triathlon Association Papua New Guinea aims to promote the participation of children by creating a culture of safety and fun and fully subscribes to the following international standards:

“Children have the right to be protected from all forms of violence; they must be kept safe from harm, and they must be given proper care by those looking after them”

Children have the right to be safe. All TA PNG officials should ensure that this fundamental principle takes precedence over all other considerations.

2.6 The Powers of Triathlon Association Papua New Guinea

2.6.1 TA PNG shall have full power to do all acts and things necessary or expedient for the accomplishment of its objects and in particular, but without limiting the generality of the power hereinbefore contained:

2.6.1.1 to apply for or otherwise acquire any letters patent or trademarks in connection with any of the objects of TI and to grant any licences in respect of any letters patent so acquired.

2.6.1.2 to manage and deal with the moneys and assets of TA PNG in such manner as may from time to time be determined subject to the Rules and of any statute regulating such matters.

3.0 Use of Name

3.1 The Registered name of TA PNG and/or logo shall be shown on the outside of every office or place in which the business of TA PNG is carried on and shall be mentioned in legible characters in all notices, advertisements and other official publications of TA PNG, in all business letters of TA PNG, in all bills of exchange, promissory notes, endorsements, cheques and orders for money or goods, purporting to be signed by or on behalf of TA PNG, and in all bills, invoices, receipts and letter of credit of TA PNG.

4.0 Membership

4.1 Ordinary Membership

4.1.1 Shall be open to those who are:

- willing to abide by TA PNG rules

- prepared to support its stated objectives

4.1.2 Only Ordinary Members shall be entitled to vote at Annual or Extraordinary General Meetings of TA PNG and at Annual or Extraordinary General Meetings of Branches.

4.1.3 Application for membership shall be made to the Council. The application shall be submitted on the appropriate form and be accompanied by the annual subscription as determined by TA PNG.

4.2 Associate Membership

4.2.1 Shall be open to persons 11 years or over who reside outside PNG or non competing persons who would be eligible for full membership. Associate members shall not be entitled vote or to hold office in TA PNG and shall not represent TA PNG except with specific approval of the Governing Council on every individual occasion.

4.3 Honorary Members

4.3.1 The Council may admit such persons as Honorary Members as they shall from time to time decide, upon such conditions and with such privileges as they may decide. Honorary members shall have the same rights as Ordinary members, save that Honorary members shall only be entitled to attend and vote at a General Meeting where they are fully subscribed Ordinary members.

4.4 Life Members

4.4.1 The Council may admit as Life Members persons who have rendered outstanding service to the cause of Triathlon or TA PNG, upon such conditions and with such privileges as they may decide. Life members shall have the same rights as Ordinary members, save that Life members shall only be entitled to attend and vote at a General Meeting where they are fully subscribed Ordinary members.

4.5 Cessation of Membership

4.5.1 A Member shall cease to be a member after written notice of resignation has been sent to The Council. In such circumstances any membership fees already paid shall be forfeit to TA PNG.

4.5.2 Membership shall be deemed to have lapsed if not renewed by the 1st January of each year.

4.6 Maintaining Standards.

4.6.1 The provisions of Article 28 Articles of Association shall apply. (???)

4.6.2 Triathlon Association PNG may invoke disciplinary action in the case of any member, athlete, or the parent/guardian/accompanying adult of any athlete who is by legal definition a Child, whose conduct has, or is likely to, bring the sport, and/or Triathlon Association PNG, into disrepute.

4.6.3 Failure to comply with TA PNG Rules may result in a member being warned, disqualified, suspended, or expelled.

4.6.4 Triathlon Association PNG will, where deemed necessary in view of the gravity of any allegation made, appoint a Committee to conduct all necessary investigations and report to the Governing Council.

4.6.5 For the purpose of exercising this power, the Council shall appoint as required a committee comprising not more than 3 members which shall have the power to demand the attendance of TA PNG members as are required at any hearing and/or investigation.

4.6.6 Where a Registered Coach or Official is charged with a criminal offence Triathlon Association PNG will be the complainant.

4.6.7 Complaints brought by a Member against another Member, which are subsequently found to be of a spurious nature will be considered a breach of disciplinary rules and will raise an automatic complaint.

4.6.8 All complaints of any nature must be brought in writing, signed by the complainant, to the attention of Triathlon Association PNG or appointed Investigation Committee and all such complaints will subsequently be required to be supported by written statement of evidence.

4.6.9 The Investigation Committee will provide written notification of the complaint to the person against whom it is made and may invite a written response within a specified time period.

4.6.10 When the period for submitting a written response has expired and all necessary investigations have been completed the Investigation Committee shall submit a written report and may recommend Triathlon Association PNG Governing Council to:

- Accept the response, take no further action and notify the complainant.
- Propose appropriate disciplinary action, of which the accused is notified and may accept the disciplinary action or request a fuller hearing.
- Schedule a full hearing of the complaint. In this case full details of the hearing process, its time and place will be mailed to the accused with a reminder of their right to representation. Where this option is chosen, the accused official's membership may be suspended.

4.6.11 A full formal hearing will be conducted by officials appointed by Triathlon Association PNG Governing Council and shall be notified in writing including the potential penalties which could ensue if the charges are proved. The date of the hearing will be set between 21 / 28 days following the date of the letter or notification. The accused may attend, may be legally represented and may attend, or may bring with him a person to assist in the presentation of their case. Any and all costs associated with such representation/assistance will in all circumstances remain the responsibility of the accused.

4.6.12 The accused may choose only to respond in writing. Evidence including hearsay is admissible as long as it is directly relevant. Strict legal rules of evidence do not apply in this procedure.

4.6.13 Decisions and penalties will be reached at the time of the hearing or within 24 hours and a written statement of finding and penalties will be immediately sent to the accused.

4.6.14 Members charged with a violation have the right to appeal, except in the case of judgment calls by officials. Should the accused wish to appeal, such appeal requests must be submitted to the Governing Council, in writing, within 14 days of the date of judgement, accompanied by payment of the appropriate fee as will be determined from time to time by TA PNG. If the Appeal is upheld any fee paid will be refunded. An Appeal Board will be appointed by Triathlon Association PNG Governing Council, which reserves the right to seek expert assistance in determining any Appeal. Members of the original investigation committee or Formal Hearing Board shall not be eligible to sit on the Appeals Committee. The decision of the Appeals Committee shall be final.

4.6.15 Penalties may be:

- Warning – notified in writing
- Suspension of Membership.
- Expulsion from Membership.

4.6.16 Suspension means a member will not take part in TA PNG activities during a stated suspension period. A member may be suspended for, (but not limited to):

- Threatening Abusive or insulting words or conduct
- Fraud, e.g., joining TA PNG/entering competition under an assumed name or age, falsifying an affidavit, or giving false information
- Participating when not eligible
- Repeated violations of TA PNG Rules
- Drug abuse
- Whilst under criminal investigation for any alleged offence involving breach of trust or abuse of a position of authority within TA PNG.
- Any other alleged conduct not specifically mentioned above for which it is deemed appropriate to invoke suspension. Suspensions will be assessed by the Investigation Committee, for lengths from three months to four years subject to ratification by TA PNG Governing Council. After suspension, a competitor must make formal application for reinstatement.

4.6.17 Expulsion -Persons expelled from membership will not take part in TA PNG activities. A member will be expelled for life (but not limited to):

- For a second drug offence as outlined in the ITU, TA PNG Doping Control Rules and Procedural Guidelines and the World Anti-Doping Agency Rules (WADA).

- For an unusual and violent act or behavior.
- Upon conviction for any criminal offence where a breach of trust or abuse of position of authority within TA PNG is evident.
- For repeated violations of TA PNG rules.
- Any other alleged conduct not specifically mentioned above for which it is deemed appropriate to invoke expulsion.

4.6.18 If the suspension or expulsion is for drug abuse, the competitor will not be able to compete in any other sport whose federation is recognized by the PNGSF&OC. Where a member is suspended or expelled any remaining membership fee shall be forfeit to TA PNG.

PART 2 GOVERNMENT

5.0 Governing Council

5.1 The management of TA PNG and control of the organisation shall be vested in the Board of Directors and the Governing Council.

5.2 The Council of TA PNG shall consist of:

- The President:
- One representative from each Regional Branch:
- One additional representative for each club in a Region:
- All elected officers of TA PNG:

.The governing council shall compose of a minimum of 20% opposite gender members:

5.3 The President and all elected officers of TA PNG shall, by virtue of their office, form the Board and be appointed Directors of Triathlon Association PNG Ltd. In exceptional circumstances an elected officer may be excused appointment as a Director subject to consideration of any submission he may present and resolution by the Board.

5.4 The Powers and Duties of Directors will be as described in Articles 29 to 37.

5.5 Directors will rotate in accordance with the provisions of Articles 38 to 46.

5.6 Proceedings of Directors will be in accordance with the provisions of Articles 47 to 55.

6.0 Financial Management

6.1 The Council shall employ TA PNG funds in such manner as shall be deemed to be in the best interest of the Company and will manage and deal with the moneys and assets of TA PNG in such manner as may from time to time be determined subject to the Rules and of any Statute regulating such matters.

6.2 Proper books of account with respect to transactions and to assets and liabilities will be maintained in accordance with Articles 59 to 63.

6.3 TA PNG shall establish and maintain a satisfactory system of control of its books of account, its cash holdings and all its receipts and remittances.

6.4 There shall be appointed by the Council, in each year of account, a qualified auditor in compliance with Article 64.

6.5 An auditor appointed to audit the accounts and balance sheet of TA PNG for the preceding year of account (whether by AGM or by Council) shall be re-appointed as auditor of the organisation for the current year of account (whether or not any resolution expressly reappointing has been passed) unless:

6.5.1 A resolution has been passed by Council appointing a replacement or providing expressly that he shall not be re-appointed: or

6.5.2 He has given to TA PNG notice in writing of his unwillingness to be reappointed; or

6.5.3 He is ineligible for appointment as auditor of TA PNG for the current year of account; or

6.5.4 He has ceased to act as auditor.

6.6 The auditor shall in accordance with statutory provisions make a report to the Association on the Accounts examined and on the revenue account or accounts and the balance sheet of TAPNG for the year of account in respect of which he is appointed.

6.7 Any officer misapplying any funds of TA PNG shall be expelled from the Association without prejudice to her/his liability to legal proceedings for such misapplication.

6.8 TA PNG shall not publish any revenue account or balance sheet unless it conforms to legal requirements in respect of a Registered Limited Business Company.

7.0 Duties and Powers of the Council

7.1 The Council, in addition to the powers and authorities expressly conferred upon them by these rules, may exercise all such powers and do all such acts and things as may be exercised or done by Triathlon Association PNG and are not hereby or by statute expressly directed or required to be exercised or done by TA PNG in general meeting, subject nevertheless to any regulations from time to time made by TA PNG in General Meeting, but that no such regulation shall invalidate any prior act of the Council which would have been valid if no such regulation had been made. The Council will also:

a. Decode any matter not provided for in the rules of TA PNG

- b. Impose any penalty it deems appropriate upon any member consequent upon disciplinary action.
- c. Consider any appeal against decisions taken in consequence of disciplinary action and amend any penalty where deemed appropriate
- d. Fix dates and venues for national and home international events
- e. Select competitors and delegates to represent TA PNG in international and other officially sanctioned representative competitions and meetings.

7.2 The Council shall have no power to interfere with the election of Regional officers or representatives, and shall have no jurisdiction over, nor shall there be any appeal from the decision of a Regional Committee on matters which concern the said Regional and which are covered by the rules of the said Regional, and are not covered by, or in conflict with the Rules of TA PNG.

7.3

7.4 All elected members of Council shall be Directors of TA PNG Ltd., and shall exercise the powers of such office subject to the provisions of any relevant Statute.

7.5 The Council shall have the power to co-opt further members for the purposes of carrying out specific business. Co-opted Members, who are not Full Members of TI, shall not be entitled to vote.

7.6 The Council may meet together for the dispatch of business, adjourn and otherwise regulate their meetings as they think fit, subject to the provisions of Paragraph 9.0.

7.7 No Council Member (Director) shall be disqualified by fact of holding such office, from contracting with TA PNG in any manner, but the nature of any interest or profit to be gained must be disclosed at the meeting of the Council by which the contract or arrangement is discussed or determined.

7.8 All Acts done, in pursuance of proper governance, at any meeting of the Council (Directors) or of a committee of Council or by any persons acting on the authority of Council, where it is afterwards discovered that there was some defect in the appointment of any such person or any of the persons so acting were disqualified, shall be as valid as if every such person had been duly appointed and was qualified.

7.9 The Council shall cause minutes to be made and recorded of all resolutions and proceedings of meetings and any such minutes, if signed by the person purporting to be the Chairperson of the meeting to which they relate or are read, shall be received as conclusive evidence of the facts therein contained.

7.10 The Council may from time to time appoint standing committees to deal with specific matters referred to them by resolution of Council.

8.0 Officers of Triathlon Association PNG

8.1 The elected officers of Triathlon Association PNG shall be composed of the following:

- (a) President;
- (b) Treasurer;
- (c) Secretary General; and
- (d) one (1) representative from each of the Regional branches.

8.2 The President, Treasurer, and General Secretary shall be elected to office in open Annual General Meeting, each year. The four representatives from each Region, referred to in article 8.1 (d) above shall be elected by their respective Regional AGM. The Secretary of the relevant Regions should notify the Secretary General of their elected representative no later than ten (10) clear days before the date of the Company AGM. All officers shall hold office from the conclusion of the Company AGM, until the conclusion of the next Company AGM.

8.3 President

8.3.1 The President shall be a person with the necessary leadership qualities, management skills, knowledge, and dedication to the pursuance of the objects of the Company, to chair meetings of the company, the Governing Council, and any committees where required. The duties of the President shall also include (but not be limited to) liaising with staff on the day-to-day management of the Company.

8.3.2 The President shall act under supervision, control, and direction of the Governing Council as decided by resolution. The President shall give up all books, records, and property belonging to the Company when ordered to do so by resolution of council.

8.4 Secretary General

8.4.1 The Secretary General shall be a person with the necessary organisational skills to act as Secretary of the Company. The duties of the Secretary General shall include (but not be limited to) keeping the register of Members up to date, issuing notices and agenda of all meetings of the Governing Council and the Company within the appropriate time limits, recording minutes of all meetings of the Governing Council and of the Company, attending to correspondence as Secretary of the Company on behalf of the directors, dealing with queries on standing orders, rules, and proceedings as they arise, keeping all records of the Company carrying out all such other administrative and management duties as the office of the Secretary of the Company requires, making all filings on behalf of the Company to the necessary authorities, and any other duties assigned to the Secretary under the Acts.

8.4.2 The Secretary shall act under supervision, control, and direction of the Governing Council as decided by resolution. The Secretary shall give up all books, records, and property belonging to the Company when ordered to do so by resolution of council.

8.5 Treasurer

8.5.1 The Treasurer shall be a person with a good working knowledge of finance, who shall monitor all income and expenditure of the Company, bank records, accruals and prepayments, funding, maintain

financial records, and shall make a report at meetings of the Governing Council and Company where appropriate on all financial matters of the Company.

8.5.2 The Treasurer, together with the President and Secretary General shall be responsible for the presentation of audited accounts to the AGM.

8.5.3 The Treasurer shall act under supervision, control, and direction of the Governing Council as decided by resolution. The Treasurer shall give up all books, records, and property belonging to the Company when ordered to do so by resolution of council.

8.6 Regional Representatives

8.6.1 The three (3) Regional representatives shall be people with a good working knowledge of their respective branches. The duty of each representative is to represent the interests of their respective Regions. Regional representatives may be allocated other duties by mutual agreement and resolution of council, as required from time to time.

9.0 Meetings of the Council

9.1 The council shall meet at regular intervals as decided by the President but not less frequently than once in every 3 months in a venue to be decided having regard to where the Council members reside.

9.2 At all Council meetings five shall form a quorum.

9.3 At all Council meetings each representative shall be limited to one vote only. No proxy votes accepted.

9.4 No one shall be compelled to vote. Abstentions shall not be counted in the total votes cast.

9.5 At all Council meetings the person presiding shall have a casting, as well as a deliberative vote.

9.6 All motions which do not involve an alteration of TA PNG Constitution shall require only a majority of the members voting.

9.7 At least 14 days clear notice in writing shall be given to Regional and Club Secretaries in respect of forthcoming Council meetings.

9.8 The accidental omission to give notice of a meeting to or the non receipt of notice by any person entitled to receive notice shall not invalidate the proceedings at that meeting.

9.9 Section 194 of the Act provides that it is the duty of a Director to declare any interest he has in any contract which is discussed at a Director's Meeting.

10.0 Annual General Meeting

10.1 General Meetings shall be held in compliance with the provisions of Articles 5 to 26.

10.2 The TA PNG year shall end of 31st December.

10.3 The Annual General Meeting shall be held not later than 31st January each year at a location as agreed by the Council.

10.4 The notice convening the Annual General Meeting shall be circulated to all members at least 21 days before the meeting. Copies of the President's report and statement of Accounts for the previous year shall be made available to all members.

10.5 The accidental omission to give notice of a meeting to or the non-receipt of notice by any person entitled to receive notice shall not invalidate the proceedings at that meeting.

10.6 The Honorary Secretary must receive notices of other relevant business for inclusion on the agenda at least 28 days before the date of the Annual General Meeting. Motions duly proposed and seconded may be submitted by the council or by a Regional Committee.

10.7 The following business shall be transacted at the Annual General Meeting:

- Approval of the minutes of the last Annual General Meeting.
- Consideration and if thought proper, approval of the President's report and duly audited statement of accounts for the previous year.
- Election of Officers.
- (Re)Appointment of the Auditors.
- Any other relevant business of which due notice has been given.

11.0 Extraordinary General Meetings (EGM)

11.1 Rules relevant to a General Meeting in Para 10.0 also apply to an EGM unless specifically stated otherwise hereunder. An EGM may be summoned at any time in accordance with Article 9.

11.2 The reason for the EGM shall be clearly stated and no business other than the business specified into the notice of the meeting shall be dealt with.

11.3 The EGM shall be convened by the President within 30 days of receipt of the requisition.

12.0 Standing Committees

12.1 The standing Committees shall be:

(a) Education Committee who shall make recommendations on all matters concerning the training and qualification of technical officials and coaches.

(b) Technical Committee who shall make recommendations on all matters concerning competition and championship rules.

(c) Medical Committee who shall make recommendations on all matters of a medical nature.

(d) Information Committee who shall support the work of the Public/Press Relations Officer and make recommendations on all matters which would publicise the objectives and work of TA PNG.

(e) Selection Committee who shall comprise the Head of Selectors and nominated Regional Selectors and will make recommendations on all matters relevant to representative selection.

12.2 Each committee shall consist of up to five members at least one of whom shall be a TA PNG officer.

12.3 Each Committee shall elect from within its membership a Chairman and Secretary.

12.4 The Chairman /Secretary shall represent the Committee, see that its business is properly conducted, fix the date and venue of the meetings and report to Council on its work.

12.5 Each Committee shall have the power to co-op up to two specialists to assist it in its work. A co-opted member, who is not a Full Member of TA PNG, shall have no power to vote.

12.6 The TA PNG President shall be an ex-officio voting member of all Standing Committees.

12.7 All matters recommended from Standing Committees shall be presented to Governing Council for Ratification, if Council so deems appropriate, and will be duly recorded by resolution prior to implementation.

13.0 Interpretation

13.1 Disputes in regard to the Constitution shall be referred for interpretation to the AGM or EGM convened for that purpose whose decision shall be final.

14.0 Dissolution

14.1 TA PNG shall not be dissolved except at an EGM convened for that purpose and in compliance with Memorandum 3 to 5.

15.0 Employees

15.1 The Council may employ or subcontract such personnel as it may deem necessary to conduct the business of the organisation and shall determine the respective salaries, or fees, and duties of such personnel.

15.2 The Council may also suspend or remove such persons from employment.

15.3 Such appointment or removal shall be in accordance with the principles of fair employment, racial equality and equality of opportunity and all other legislative requirements current at the time of such appointment or removal.

16.0 Branch Structure

16.1 Triathlon Association PNG shall be divided into four Regions constituted and known as :

- NGI Region (comprising East New Britain, West New Britain, New Ireland, Manus and North Solomons)
- Southern Region (comprising Western, Gulf, Central, NCDC, Milne Bay and Oro)
- Momase Region (comprising Morobe, Madang, East Sepik and West Sepik)
- Highlands Region (comprising Enga, Southern, Eastern, Western and Simbu)

16.2 Each Region shall consist of the members who reside in or are from that province.

16.3 Each Region shall hold an Annual General Meeting, no later than 15 clear days before the Company Annual General Meeting. The notice convening the AGM shall be circulated to all members at least 21 days before the meeting. The accidental omission to give notice of a meeting or the non-receipt of notice by any person entitled to receive notice shall not invalidate the proceedings at that meeting.

The following business shall be transacted at the AGM:

- . approval of the minutes of the last AGM;
- . consideration of officers' reports and Regional accounts;
- . election of Region officers;
- . election of Region representative to the Triathlon Association PNG Council;
- . any other relevant business of which due notice has been given.

16.4 A Regional committee consisting of at least a chairman, secretary, Treasurer and four other members, shall be elected annually at an open Annual General Meeting in November each year. No committee member shall hold dual office, with exception given to the position of Regional representative to the Triathlon Association PNG Council.

16.5 The Minutes of Regional Annual General Meetings, duly recording full details of all members elected to office, shall be forwarded to TA PNG Administrator for filing and recording within 14 days.

16.6 Each Region shall pay its own expenses but shall receive, as determined by Council, a portion of the membership fees of members who reside in or are from the Province.

16.7 Regional Committees shall meet at regular intervals as required and four members shall form a quorum. All members are eligible to attend and full members can vote in accordance with the provisions of paragraph 4.1

16.8 The President of TA PNG shall be an ex-officio voting member of all Regional Committees.

16.9 Where a Provincial Branch Committee is not in existence all responsibilities will be undertaken by Triathlon Association PNG Council and its appointed officers.

16.10 Each Region shall be responsible for dealing with disciplinary matters concerning its members and/or those events organised within its own jurisdiction. In order to do this the Regions shall have authority to exercise the powers contained within paragraph 4.6 of this constitution and shall comply with its provisions.

16.11 In exercise of its powers within Paragraph 4.6, TA PNG Council may direct a Region to carry out such disciplinary investigation surrounding the conduct/behaviour of any of its members as is required. Such directive will be actioned within 14 days.

17.0 Clubs

17.1 A group of 4 or more triathletes currently in Full membership of TA PNG may apply for affiliation as a TA PNG club: such affiliation is renewable annually.

17.2 An affiliated TA PNG club shall be entitled to have one voting delegate at all Council meetings.

17.3 The application for affiliation shall state:

- club name
- club colours
- address of the club headquarters
- Names/addresses of Chairman, Secretary and Treasurer.

17.4 The application shall be accompanied by a copy of the club constitution which shall uphold and support the stated objectives of TA PNG.

17.5 The 3 principal officers of any affiliated TA PNG club shall be members of TA PNG. No Individual shall hold dual office.

17.6 The club Team Manager, if any, shall be a member of TA PNG.

17.7 A triathlete may be a member of more than one affiliated club but in a given calendar year may represent only one club in team events, which shall be nominated by written declaration upon annual renewal of TA PNG membership.

17.8 In the absence of such declaration it will be automatically assumed that the first TA PNG club, which (s)he represents in a given year will be the nominated club for that entire calendar year.

17.9 Transfer of representative rights shall only be affected in January each year.

17.10 A member may not represent a club in TA PNG competition until 7 days after TA PNG has received notification of his/her club membership. A copy of the signed and dated notification will suffice for this purpose.

17.11 All club members must be members of TA PNG.

PART 3 COMPETITION RULES

18.0 Protests

18.1 A competitor or official taking part in a competition may protest against any alleged breach or misinterpretation of its conditions and rules prior to the event.

18.2 A protest shall be considered by the organiser of the competition who will consult with the Technical Delegate and come to a decision that accords with TAPNG Competition Rules.

18.3 Post event Appeals or protests will be dealt with as per Paragraph 19.0 below.

19.0 Competition Jury

19.1 A Competition Jury shall be appointed for all events at which a Race Referee officiates and details of the members of the Jury shall be announced at the pre race briefing.

19.2 The Jury for International Events will be appointed in compliance with the instructions of the World Governing Body.

19.3 National and Regional Championships events shall have a Jury consisting of:

- One qualified non-competing Race Referee
- Three other TA PNG Members one of whom will be the Appointed TA PNG
- A TA PNG member from the host Region will chair the Jury.

19.4 Other events will have a Jury consisting of:

- One qualified non-competing Race Referee (Chairperson)
- Two other TA PNG Members

19.5 If a member of a competition jury has an interest in, or relationship with, any of the parties involved in an appeal that person must declare such interest and will be replaced.

20.0 Appeals/Protest Procedure

20.1 An appeal is a request for a review of a decision made by a referee or race marshal.

20.2 A protest relates to the conduct of a competitor, race official, or the conditions of the competition.

20.3 Appeals/protests cannot be made against "judgment calls" made by officials. This includes, but is not limited to, drafting, dangerous riding, safety issues and unsporting conduct.

20.4 Appeals/Protests can be made by:

- Competitors
- An Official Representative Appointed by a competitor
- An Appointed Team Manager.

20.5 Appeals/Protests must be made:

- Within One hour of completing or leaving the Course or within One hour of receiving notice of Disqualification
- In writing and given to the Race Referee
- Accompanied by an Appeals fee as determined by TI from time to time. (The fee is refundable if the Appeal is upheld)

20.6 Upon receipt of an Appeal/Protest, the Chairperson shall:

- Convene the Jury
- Arrange to receive submissions from all parties concerned

20.7 Persons making the Appeal/Protest, Witnesses and Race officials involved must make themselves available to provide evidence at the time and place announced for the meeting of the Jury. Written submissions will be accepted, where anyone cannot attend in person. Failure to attend at, or submit evidence to, the appointed meeting may invalidate the appeal.

20.8 The Jury may make use of photographic or video images in its deliberations.

20.9 The Jury's verdict shall be final. The decision shall in the first instance be given verbally to the complainant, the Race Official or other party concerned, and be confirmed by written report to Triathlon Association PNG Council, which will be copied to the competitor's Regional Branch Secretary.

20.10 All unresolved disputes between the National Federation and the ITU howsoever rising, shall be submitted to the Court of Arbitration of Sport (CAS) for final and binding determination, to the exclusion of any other domestic tribunal.

21.0 Responsibilities of Triathlon Association PNG

21.1 TA PNG will ensure that competition rules and laws reflect the standards of the International Governing Bodies to which the Association is affiliated and such Rules and Laws will be published for the information of Members and Organisers of events.

21.2 Where a competitor fails to comply with the TA PNG Competition Rules a penalty may be imposed.

21.3 Competitors may only be penalised by readily identifiable race referees.

21.4 All infringements are to be reported to the senior race referee who will have the responsibility of posting penalties.

21.5 Penalties may be issued or disqualifications given at any time up to the announcement of the final results, except where drug testing is involved, when results must be considered provisional until test results are known.

21.6 Penalties may be imposed in the following categories:

- Disqualification
- Disqualification If Fault Not Rectified After A Warning
- Time Penalty.

22.0 Competition Licence

22.1 All competitors in a TA PNG sanctioned event must be members of TA PNG, or another NGB of Triathlon which TA PNG recognises and accepts, and must possess a valid Race Licence.

22.2 A One Day Race licence, which includes One Day membership of TA PNG, can be purchased from the TA PNG Technical Delegate on the day or by advance payment at the time of entry, by competitors who are not existing full members of an accepted NGB. Such a licence is only valid on the day of the specific event, but confers full membership entitlements for that day only, and the cost will be as determined from time to time by TA PNG. One day Licence Fees are payable to TAPNG or the Relevant Regional Branch.

22.3 The licence shall be non-transferable and shall be required to be produced at registration of each triathlon.

23.0 Competition Officials

23.1 All officials are required to be members of TAPNG, or another recognised Governing Body for Triathlon, on the day of the event. Completion of the Officials Sign On sheet confers membership for the day of the event. All Officials, whether existing members or not, must sign on prior to the event.

23.2 The Technical Delegate is an official of TAPNG who has received instruction on the role and is informed in respect of TAPNG Rules and Regulations. The TD is appointed by TA PNG or TA PNG Regional Branch Race Secretary acting on behalf of the Committee. The TD will communicate with the Race Organiser at an early stage in the Planning and preparation process and be available for discussion on all aspects of the event relevant to TAPNG Rules and Regulations.

23.3 The TD is empowered to withhold or withdraw a Race Permit where it appears that TA PNG Rules and Regulations have not been complied with or in the event of Safety Concerns. Such action should be taken in consultation with the Race Referee, Race Organiser and Safety Officer and will be the subject of detailed written report to TA PNG and Regional Committee.

23.4 A TD has authority to instruct an Organiser to restructure the competition in order to make it compliant with TA PNG Rules.

23.5 A Race Referee is an official who has successfully completed the TA PNG Referees Training Course. A qualified Race referee can also perform the functions of an Assistant Referee at an event.

23.6 A TA PNG Senior Referee is an official who:

- Has been a qualified Referee for a minimum of two years and,
- Has during that time officiated as Race/Assistant Referee on at least 6 occasions or,
- Has undergone additional training at International Governing Body level.

23.7 TA PNG/Regional Branch Race Secretary will appoint the Race Referee. One or more Assistant Referees may also be appointed for any particular event. Only Trained Race referees can perform the function of Assistant Referee and the appointed Race Referee will at all times have primacy of responsibility.

23.8 The Race Referee has authority over all Race Marshals in respect of Rules Enforcement.

23.9 The Race referee is empowered to call off the competition, or to order the Organiser to restructure the competition in order to comply with TA PNG Rules or in the interests of Safety. Such action should only be taken in close consultation with the Race Organiser, TD, Safety Officer or other relevant Senior Marshal.

23.10 The Race Referee has discretion to use photographic/video facilities to assist in determining any breach of rules.

24.0 Event Permit

24.1 An organisation or persons wishing to hold a triathlon or duathlon competition within the auspices of Triathlon Association PNG Rules shall make application for an Event Permit:

- In the case of an International or National Event – to the Race Secretary of Triathlon Association PNG;
- In the case of a Provincial, Try or Fun Event – to the Race Secretary of the Regional Branch in whose area the event will take place; (Where a provincial branch does not exist applications will be made to Triathlon Association PNG)

24.2 Organisers who seek to host National or Regional Championships Events should make application, in writing, for this status prior to the Annual General Meeting of TIAPNG or the relevant Regional Branch.

24.3 Application Process

24.3.1 Application for inclusion on the TA PNG Event calendar should be made before 31 October of the preceding year by contact with the TA PNG or relevant Regional Branch Race Secretary providing specific information as may be determined and published by Council.

24.3.2 Application for an event permit will be made on the official form at the earliest possible opportunity and not later than three months in advance of the proposed date for the event and be accompanied by the appropriate fee as determined from time to time by Triathlon Association PNG.

24.3.3 TA PNG or Relevant Regional Race Secretary will allocate a Technical Delegate (TD) when the race permit application and fee have been received. The TD must then be informed about the swim, bike and run routes at the earliest possible opportunity and this official will review all event arrangements in the context of TA PNG Rules and provide assistance in respect of Risk Assessment.

24.3.4 The race permit will be issued on race day by the TD, in consultation with the Appointed TA PNG Race Referee and Event Organiser when they are satisfied that the race will take place under safe and fair conditions.

24.3.5 TA or Regional Branch Race Secretary will appoint a Race Referee who will enforce Triathlon Association PNG Competition Rules and Regulations.

25.0 Sponsorship

25.1 Members may seek sponsorship support. All contracts must contain a clause, which permits the triathletes to represent TA PNG when selected to do so, and to wear whatever official team clothing is provided by the Governing Body.

25.2 Advertising Logos on clothing and equipment shall not exceed a rectangle measuring 10cms X 60cms. (ITU and Oceania Federation Rules apply to events sanctioned by those Governing Bodies)

25.3 Where wearing of particular clothing, apparel or logos is a condition of sponsorship, and entry to any event, it should be distributed at least 20 days in advance to all participants. Failure to do so will invalidate any restrictions imposed on entry as a result of this condition.

26.0 Doping

26.1 The ITU anti-doping rules applies in all TA PNG events

26.2 Therapeutic Exemption may be granted for certain classes of medication, properly prescribed by a Medical Practitioner, subject to Full Registration with the PNGSF & OC in accordance with Anti Doping Protocols.

26.3 Method of Adjudication and Sanctions imposed on anyone who offends against the Anti Doping Rules will comply with the Protocols of the PNGSF&OC, WADA and ITU Full details of the above procedures and regulations can be obtained from WADA, the PNGSF&OC, ITU or TA PNG.

26.4 For the purpose of these Rules, the following are regarded as doping offences:

- The finding in an athlete's body tissue or fluids of a prohibited substance;
- The use or taking advantage of a prohibited technique;
- Admitting to having used or taken advantage of a prohibited substance or a prohibited technique;
- Refusal or failure to submit to doping control;
- Assisting or inciting others to use a prohibited substance or prohibited technique;
- Trafficking, distributing, or selling any prohibited substances other than in the normal course of a recognised profession or trade
- Assisting or inciting others to use a prohibited substance or prohibited technique;
- Any other circumstance as determined from time to time by WADA, ITU or PNGSF&OC.

PART 4 GENERAL

27.0 Copies of Laws

27.1 Copies of the Laws of Triathlon Association PNG shall be available upon demand to any person at such fee and upon such payment of any price as the Governing Council may determine.

28.0 Notices

28.1 A notice required to be given by these Laws shall be sufficiently given

- If advertised in one or more general newspapers or
- If announced by Electronic Data transfer or
- If published on the World Wide Website of Triathlon Association PNG.

29.0 Saving Clause

29.1 No rule or law made by the Association in general meeting shall invalidate any prior act of any committee, which would have been valid if that rule or law, had not been made. All acts done by any committee or person acting under its authority shall notwithstanding that it be afterwards discovered that there was some defect in the appointment of any member of such committee or other persons acting as aforesaid or that they or any of them were disqualified be as valid as if every such person had been duly appointed and was qualified.

30.0 Indemnity

30.1 Every Officer or servant of the Association shall be indemnified by the Association against all losses and expenses incurred by them in or about the discharge of their respective duties, except such as may

happen from their own respective willful default and it shall be the duty of the Governing Council out of the funds of the Association to pay all the costs, losses and expenses which the officer or servant may incur or become liable to by reason of any contract entered into, or act or thing done by him as such officer or servant, or in any way in the discharge of his duties including travelling expenses; and the amount for which such indemnity is provided shall immediately attach as a lien on the property of the Association and have priority as between the members over all other claims.

30.2 No member of the Governing Council nor members of appointed Committees shall be liable for the acts, receipts, neglects, or defaults of any other member, or for joining in any receipt or other act for conformity, or for any loss or expenses happening to the Association through the insufficiency or deficiency of title to any property acquired by any members of the Council or committees for or on behalf of the Association, or for the insufficiency or deficiency of any security in or upon which any of the moneys of the Association shall be invested, or for any loss or damage arising from the bankruptcy, insolvency or tortuous act of any person with who any moneys, securities or effects shall be deposited, or for any other loss, damage or misfortune whatsoever which shall happen in the execution of the duties of his respective office, or in relation thereto, unless the same happen through his own willful act or default.

31.0 Official Language

English is the official language of TA PNG