



# **GOVERNANCE RULES**

*(In force from 1 November 2019)*



## Specific Definitions

The words and phrases used in these Rules that are defined terms (denoted by initial capital letters) shall have the meanings specified in the Constitution and the General Definitions, or (in respect of the following words and phrases) the following meanings:

**“Annual Council Report”** means the report presented by Council to Congress in accordance with Article 79 of the Constitution.

**“Anti-Doping Review Panel”** means the panel appointed by the Integrity Unit Board in accordance with the Integrity Unit Rules.

**“Applicable Person”** has the meaning given to it in the Integrity Code of Conduct.

**“Athletes’ Commission”** means the Commission described in Rule 5.10.4.

**“Audit, Risk and Finance Committee”** means the committee of the Executive Board described as such or any one or more committees of the Executive Board which is responsible for advising the Executive Board on any one or more of audit, risk and finances of World Athletics.

**“Chief Executive Officer”** means the Chief Executive Officer of World Athletics as described in Part VIII of the Constitution.

**“Commission”** means a group of people appointed by Council, whether on an ad hoc or standing basis, to provide expertise and advice to Council, and which are established and function in accordance with the Rules and includes the Athletes' Commission.

**“Competition Commission”** means the Commission described in Rule 5.10.1.

**“2017 Constitution”** means the constitution of World Athletics (formerly the IAAF) which came into force on 1 January 2017, known as the 2017 Constitution, (unless stated otherwise) including any amendments to it made from time to time. The 2017 Constitution was replaced by the 2019 Constitution.

**“2019 Constitution”** means the constitution of World Athletics (formerly the IAAF) which came into force on 1 January 2019, known as the 2019 Constitution, (unless stated otherwise) including any amendments to it made from time to time.

**“Development Commission”** means the Commission described in Rule 5.10.2.

**“Directors”** means Staff who are in senior management positions at World Athletics.

**“Election Congress”** means the Congress meeting held every four (4) years at which elections under Article 36 of the Constitution are undertaken.

**“Ethical Compliance Officer”** means the person appointed by World Athletics to oversee the implementation of the rules relating to ethical compliance, including developing and maintaining policies and procedures thereunder, and providing training, guidance and ad hoc advice.

**“Executive Board Appointments Panel”** and **“EB Appointments Panel”** means the Panel described in Article 60 of the Constitution.

**“Existing Official”** means any person who is in office as an Official.

**“Financial Year”** means the financial year of World Athletics which is from 1 January to 31 December.

**“Governance Commission”** means the Commission described in Rule 5.10.3.

**“Independent Body”** means any of the following bodies of World Athletics, including any inaugural bodies, unless stated otherwise in these Rules:

- (a) the Vetting Panel, including the Screening Panel;
- (b) the Nominations Panel;
- (c) the Election Oversight Panel;
- (d) the Integrity Unit (including the Integrity Unit Board, the Anti-Doping Review Panel and the Integrity Review Panel);
- (e) the Integrity Unit Board Appointments Panel;
- (f) the Executive Board Appointments Panel;
- (g) the Disciplinary Tribunal, including its secretariat.

**“Integrity Review Panel”** means the panel appointed by the Integrity Unit Board in accordance with the Integrity Unit Rules.

**“Integrity Unit Board”** means the Athletics Integrity Unit Board described in Article 73 of the Constitution including the Inaugural Integrity Board unless specified otherwise.

**“Integrity Unit Board Appointments Panel”** means the Panel described in Article 74 of the Constitution.

**“International Officials”** means World Athletics officials at International Competitions referred to in Rule 3 of the Competition Rules.

**“International Standards of Auditing”** means the professional standards for the performance of financial audit of financial information issued by International Federation of Accountants through the International Auditing and Assurance Standards Board.

**“Nominations Panel”** means the panel described in Rule 6 of these Rules.

**“President”** means the President of World Athletics as described in Article 50 of the Constitution.

**“Public Statements”** means statements or comments made which are intended to become available to the public, or a section of the public, whether made in writing, orally or by technological means including in social media.

**“Rule”** means a rule in these Governance Rules and **“these Rules”** has the same meaning, unless expressly stated otherwise.

**“Rules and Regulations”** mean the rules and regulations of World Athletics, unless expressly stated otherwise.

**"Screening Panel"** means the panel described in Article 67.6 of the Constitution which undertakes Vetting of prospective and current members of the Vetting Panel in accordance with the Constitution and the Vetting Rules.

**"Senior Vice-President"** means the person described in Article 55.5 of the Constitution.

**"Standard Operating Procedures"** means written procedures of Council which it may adopt from time to time including for example, scheduling of Council meetings, the process for establishing the agenda, the form of meeting papers, and the minutes of Council.

**"Strategic Plan"** means the strategy and plan for the direction of World Athletics over a specified period of time as decided by Council.

**"Technical Rules"** means the Rules which describe the technical rules of competition in Athletics as specified in the Competition Rules.

**"Vetting Panel"** means the panel described in Article 66 of the Constitution which undertakes Vetting in accordance with the Constitution and the Vetting Rules.

**"Vice-President"** means each Vice-President of World Athletics as described in Article 55 of the Constitution.

**"Website"** means the website of World Athletics (i.e. [www.worldathletics.org](http://www.worldathletics.org) or such other website as decided by World Athletics).

**"Working Groups"** means groups appointed by Council to undertake a specific task or project which are not Commissions.

**"World Plan for Athletics"** means the direction and plan for the development of the sport of Athletics throughout the world.

## **1. Purpose of these Rules**

- 1.1 The purpose of these Rules is to set out, to the extent it is not already stated in the Constitution, the following:
- 1.1.1 the role, duties and procedures of the Council;
  - 1.1.2 the role, duties and procedures of the Executive Board including the Executive Board Appointments Panel;
  - 1.1.3 the structure, role, composition and procedures of the Commissions and Working Groups;
  - 1.1.4 the composition, role and procedures of the Nominations Panel;
  - 1.1.5 the scope of, and procedures for the audits;
  - 1.1.6 the transparency standards;
  - 1.1.7 the Related Entities of World Athletics;
  - 1.1.8 Breaches and Disputes.

## **2. Application of these Rules**

- 2.1 These Rules apply to all Officials including Staff and all members of any Commission or Working Group or other persons referred to in these Rules or who are delegated authority under these Rules.

## **3. Council**

### **Overview**

- 3.1 This Rule 3 sets out the following rules applicable to the Council and Council Members:
- 3.1.1 Induction and Agreement;
  - 3.1.2 Scope of work of Council;
  - 3.1.3 Meeting Procedures;
  - 3.1.4 Council interface with the Chief Executive Officer and Staff;
  - 3.1.5 Council interface with the Independent Bodies; and,
  - 3.1.6 Authority, Communications and Media.

### **Induction and Agreement**

- 3.2 In accordance with Article 41 of the Constitution, Council has 26 Members being the President, four (4) Vice- Presidents and thirteen (13) Individual Council Members who are each elected at an Election Congress meeting, together with the six (6) Area Presidents (elected by their Area Associations) and the Chair and one other member of the Athletes' Commission (elected by the Athletes' Commission). Within two (2) months of each Election Congress, the Chief Executive Officer shall arrange for each

Council Member to undergo an induction as a Council Member. This process will include familiarizing each Council Member with their role, duties and responsibilities, the Rules and Regulations, the Strategic Plan and budget, and the current issues before Council.

- 3.3 Following the induction, all Council Members will be required to sign a written agreement or letter of appointment with World Athletics recording their agreement to actively undertake their duties, to act in the best interests of World Athletics and to comply with all rules and regulations, together with such other administrative details as are relevant or necessary.

### **Scope of Work**

- 3.4 Article 40.1 sets out the role of Council which is "to govern the sport of Athletics" as set out in Part V of the Constitution. In particular Part V sets out the powers and responsibilities of Council (Article 47.2).

- 3.5 Council shall decide the process by which it will carry out its responsibilities, except to the extent set out in these Rules. The specific procedures set out in Rule 3.5.1 to 3.5.8 shall apply to certain responsibilities of Council listed below:

#### **3.5.1 World Plan for Athletics**

- a. The World Plan for Athletics is the direction and plan for the development of the sport of Athletics throughout the world. (Article 85 - Definitions). It sets out the vision and goals for the sport globally and the steps that entities with responsibility for Athletics will undertake to achieve the goals, including but not limited to the Area Associations and Member Federations.
- b. Council is responsible for the development of the World Plan for Athletics for approval by Congress (Article 47.2b).
- c. The World Plan for Athletics will cover a period decided by Council but will usually be either eight (8) or twelve (12) years. It must be presented for approval at the Ordinary Congress held in the year following every second Election Congress. The first World Plan for Athletics under these Rules shall be approved at 2021 Ordinary Congress for the period 2022 to 2030.
- d. Council shall consult with the Member Federations and Area Associations in the development of the World Plan for Athletics.

#### **3.5.2 Strategic Plan**

- a. The Strategic Plan is the strategy and plan for the direction of World Athletics over a specified period of time decided by Council (Article 85 - Definitions). It will usually cover a period of four (4) years between each Election Congress.
- b. Council is responsible for approving the Strategic Plan, on the recommendation of the Executive Board, and regularly monitoring progress against it (Article 47.2 (c)).

- c. The Executive Board will develop a proposed Strategic Plan in accordance with the process set out in Rule 4.20.1 of these Rules and submit it to Council no later than 6 months prior to its commencement.
- d. Council will approve the Strategic Plan (including any amendments to the draft proposed by the Executive Board) no later than three (3) months prior to its commencement.
- e. The Executive Board, through the Chief Executive Officer, is responsible for implementing the Strategic Plan.
- f. Council shall regularly monitor progress against the Strategic Plan at least twice a year and, where not satisfied with progress, shall require the Executive Board, to develop and report to Council on steps being taken to ensure compliance with the plan.

### 3.5.3 Rule-Making Process

- a. Council has the power and responsibility to adopt, amend and repeal Rules and Regulations (Article 47.2d). Subject to the Constitution, Council shall decide on the matters to be incorporated into Rules or Regulations.
- b. Before Rules and Regulations are prepared the usual practice will be (other than for urgent matters or where special circumstances warrant otherwise), that Council will approve the principles or policy positions which are to be incorporated into any Rule or Regulation. Proposed principles and policies (including proposed Rules and Regulations or amendments to them) may be submitted to Council by:
  - (i) any Council Member,
  - (ii) the Executive Board,
  - (iii) the Chief Executive Officer,
  - (iv) the Ethical Compliance Officer,
  - (v) any Commission or Working Group,
  - (vi) the Integrity Unit Board; or
  - (vii) any other Independent Body,

**provided that** in each case such principles and policies are matters within the roles and responsibilities of the persons or bodies listed.

In addition, any Member Federation or Area Association may propose principles and policy positions for Council to consider (including any proposed Rules, Regulations or amendments to them) by submitting the proposal in writing, to any one or more of the persons or bodies listed in (i) to (vii) of this Rule. Following such submission, the persons or bodies concerned shall then decide whether to recommend the proposed principle or policy position to Council for consideration.



- c. Once Council has approved the principles or policy positions for any proposed Rule or Regulation, the Chief Executive Officer will then arrange for the preparation of the Rules and Regulations in accordance with the principles and policy positions approved by Council.
- d. The applicable Commission(s), Working Group(s), Executive Board, or Integrity Unit Board, to which the subject matter of the specific Rule or Regulation relates, shall review the Rule or Regulation. Their views and recommendations on the Rule or Regulation shall be reported to Council.
- e. Finally, the Governance Commission will review all Rules and Regulations before they are submitted to Council for final approval. Their views and recommendations on the Rules and Regulations shall be reported to Council.
- f. The process described in Rule 3.5.3(a) to (e) of these Rules shall not apply to the Technical Rules. Any Technical Rules (including amendments or repeal of them), shall be proposed to Council by the Competition Commission. Before approving any Technical Rules, Council may request further advice or input from any other persons or bodies. Technical Rules must be approved by Council.
- g. The process for proposing, reviewing and approving Rules and Regulations shall be undertaken efficiently and in a timely manner by Council and the other bodies involved in the Rule-making process described in this Rule including utilizing technology.
- h. For the avoidance of doubt, nothing in this Rule prevents Council from approving Standard Operating Procedures, policies or guidelines, on matters within Council's roles and responsibilities, which are not required under the Constitution or any other Rule to be contained in Rules or Regulations.

#### 3.5.4 Budget

- a. The budget of World Athletics shall be decided by the Executive Board in accordance with the procedure set out in Rule 4.20.2. Council shall provide input into the draft budget in accordance with that process.
- b. Council shall not make decisions which will require expenditure of World Athletics outside of the approved budget to implement, unless prior approved by the Executive Board in accordance with Rule 4.20.2.

#### 3.5.5 Recognition of World Records

- a. If there is doubt as to whether or not a performance should be ratified as a World Record in accordance with Rule 31.9 of the Competition Rules, Council shall decide whether or not to approve such record.
- b. If Rule 3.5.5(a) applies, the President and the Chief Executive shall make a recommendation to Council, in writing, for ratification or otherwise with the relevant facts and reasons for doing so.

### 3.5.6 Election of the Senior Vice-President

- a. The Senior Vice-President shall be elected by Council from amongst the four (4) Vice-Presidents or, if any one or more Vice-Presidents does not wish to be considered for the Senior Vice-President position, from amongst those Vice-Presidents who do.
- b. The President may indicate their preference for the Senior Vice-President to Council prior to the election.
- c. This election shall be undertaken at the first Council meeting following the conclusion of each Election Congress (Article 55.5).
- d. Subject to Rule 3.5.6(f), each Council Member including the Vice Presidents is entitled to cast a vote for the Senior Vice-President. Voting shall be undertaken by secret ballot.
- e. The highest polling Vice-President in the Council vote shall be the Senior Vice-President.
- f. In the event there is only one Vice-President wishing to be considered for election as the Senior-Vice President, they shall be declared elected by Council without the need for an election.

### 3.5.7 Appointment of Council Members to Bodies

- a. In addition to the appointments to be made by Council of members of certain Independent Bodies as specified in Rule 6, Council is also required to appoint Council Members to the following bodies by the dates specified in the Constitution and the applicable Rules:
  - (i) the Integrity Unit Board (Article 73.2b), as non-voting members;
  - (ii) the Integrity Unit Board Appointments Panel (Article 74.2c); and,
  - (iii) the Executive Board Appointments Panel (Article 60.2b).
- b. The process for appointing a Council Member to each these bodies shall be as follows:
  - (i) The President shall request any Council Members who wish to be considered for any such body to submit their application in writing to the Nominations Panel by a specified date;
  - (ii) Applications shall set out the skills, expertise and experience the Council Member considers they have for the position on the relevant body;
  - (iii) The Nominations Panel shall review the applications and make a recommendation to Council to appoint the Council Member it considers is best suited, taking into account the following factors:

- A. the skills, expertise and experience of the Council Member in the nature of the work or subject matter undertaken by the relevant body;
  - B. the availability of the Council Member to undertake the role;
  - C. the skills, experience and expertise of the other members of the relevant body and the preference for the Council Member to complement them;
  - D. the requirement for both genders to be members on the relevant body; and,
  - E. the desire for geographical spread of members on the relevant body, but this shall not exclude a Council Member from the same country as the other members of the relevant body.
- (iv) The President may indicate their preference for the Council Member to be appointed prior to Council's decision.
  - (v) The Convenor of the Nominations Panel shall inform Council in writing of its recommended Council Member together with the names of the other Council Members who applied.
  - (vi) Council shall decide on the Council Member to be appointed by agreement or show of hands (as decided by the President), or if requested by three (3) or more Council Members, by secret ballot.

### 3.5.8 Appointment of Council Members as International Officials

- a. Council shall appoint all International Officials (Article 47.2k).
- b. International Officials shall be appointed taking into account:
  - (i) their skills, expertise and prior experience in the role for which they are being consider for appointment;
  - (ii) the requirement for both genders to be represented; and,
  - (iii) such other factors as considered relevant by the Competition Commission to appoint the best suited persons.
- c. The Competition Commission shall develop a policy which sets out the process for seeking persons to be appointed as International Officials and the process for deciding who it will recommend to Council, provided that such process must adhere to the following requirements:
  - (i) applicants do not have to be Council Members but may be;
  - (ii) the Competition Commission will make a recommendation to Council on the persons to be appointed as International Officials; and,

- (iii) applicants must be Eligible in accordance with the Vetting Rules.
- d. Council shall decide on the persons to be appointed as International Officials by agreement or show of hands (as decided by the President) or if requested by three (3) Council Members, by secret ballot.

## Meeting Procedures

- 3.6 **Regulate Own Procedure:** Except to the extent specified in the Constitution and in any Rule or Regulation, Council shall regulate its own meeting procedures. For this purpose, Council may issue Standard Operating Procedures. In the absence of any specific rule or procedure the President shall decide the meeting procedure.
- 3.7 **Conflicts of Interest:** Any Council Member who considers they may have a potential or actual conflict of interest in any matter being considered by Council, shall in accordance with the Conflicts, Disclosures and Gift Rules:
  - 3.7.1 declare the potential or actual conflict of interest to the President and the Ethical Compliance Officer prior to the meeting;
  - 3.7.2 declare the potential or actual conflict to the Council Members prior to or at the Council meeting;
  - 3.7.3 not participate in any discussions or receive or review any information provided to Council related to that matter;
  - 3.7.4 withdraw from the room in which the Council meeting is being held for the period of the discussion and any vote on the matter;
  - 3.7.5 not vote on the matter.
- 3.8 **Confidentiality**
  - 3.8.1 As specified in Article 47.1(k) of the Constitution, all information (whether oral or in writing) provided to a Council Member in their capacity as a Council Member is confidential and must not be disclosed to any person, unless:
    - a. the information is already in the public domain; or,
    - b. disclosure is agreed by Council (including as specified in these Rules); or,
    - c. it is required by law.
  - 3.8.2 For the purposes of this Rule, "disclosure" includes sending, giving, showing, exchanging, discussing, revealing, publishing or in any other way (whether oral or in writing) providing or making information known or giving access to information to another person or entity, whether directly or indirectly.
  - 3.8.3 It is agreed that Council Members may disclose information to:

- a. another current Council Member or any person who attended the meeting or was included in the written communications, by which the information was obtained;
- b. Staff who the Council Member knows is already aware of the information;
- c. professional advisors to World Athletics, with the permission of the President;
- d. any other person approved by the President or Council (which person must in turn keep the information confidential);
- e. the media or the public if:
  - (i) prior approved by the President (under Rule 3.17.3(b)); or,
  - (ii) the Council Member is the President (under Rule 3.17.3(a)); or,
  - (iii) where the information is already in the public domain otherwise than by a breach of these Rules by a Council Member).

3.8.4 For avoidance of doubt, if some or all of any information disclosed to a Council Member in their capacity as a Council Member is also known to that Council Member as a result of them acting in another capacity (e.g. as an Area President), the restriction on disclosure of that information set out in Rule 3.8.1 shall still apply.

### **Council Interface with Chief Executive Officer and Staff**

3.9 The role of Council is to govern the sport of Athletics and not to manage or implement decisions made by it or the Executive Board. The Chief Executive Officer is responsible for managing and implementing the decisions of Council and the Executive Board.

3.10 As such Council Members (acting in this capacity) are not permitted to direct or require the Chief Executive Officer, to do or not do anything related to World Athletics, except:

3.10.1 where the Council Member is the President (or the Senior Vice-President, in the President's absence) acting in accordance with their powers and responsibilities as President (Article 54.2), including in particular their responsibility to "support, monitor and liaise with the Chief Executive Officer on behalf of the Executive Board" (Article 54.2(j));

3.10.2 where the Council Member is delegated authority or otherwise authorised by the President, Executive Board or Council to do so;

noting that, nothing in this Rule prevents a Council Member from otherwise communicating with the Chief Executive Officer.

3.11 In addition Council Members are not permitted to direct or require any other Staff member, to do or not do anything related to World Athletics, except:

- 3.11.1 where the Council Member is the President (or the Senior Vice President in the President's absence) and:
- a. the Staff member reports directly to the President, such as their personal assistant; or,
  - b. in the opinion of the Executive Board, the Chief Executive Officer may not be or is not fulfilling their responsibilities satisfactorily; or,
  - c. the President has agreed with the Chief Executive Officer that the President may give such direction or requirement either generally or specifically on a matter, for specified Staff members;
- 3.11.2 where the Council Member is a Chairperson of a Commission or Working Group who has been authorised either generally or specifically on a matter, to direct or require specified Staff members by the Chief Executive Officer or the relevant Director to whom the specified Staff member reports.
- 3.12 Nothing in Rules 3.10 or 3.11 prevents or is intended to limit in any way:
- 3.12.1 Council from making decisions which the Chief Executive Officer is directed to implement; and,
- 3.12.2 Council Members from communicating directly with the Chief Executive Officer or with Staff provided that:
- a. generally communications with Staff on substantive Council matters should be done through the Chief Executive Officer (excluding administrative and logistical arrangements); and,
  - b. a Council Member who is a member of a Commission or Working Group may communicate with the relevant Staff person/s designated responsibility for, or assisting, that Commission or Working Group.

### **Council Interface with Independent Bodies**

- 3.13 Council Members shall not direct, require or request any Independent Body to do or not do anything, nor communicate with them, (or any members of them) except as specified below:
- 3.13.1 where the Council Member is a member of the Integrity Unit Board appointed by Council, where it is necessary to communicate with the Integrity Unit (including the Integrity Unit Board) and otherwise act in accordance with the Integrity Unit Rules;
- 3.13.2 where the Council Member is a member of the Executive Board Appointments Panel, Integrity Unit Appointments Panel or the Nominations Panel, where it is necessary to communicate with the applicable Independent Body and otherwise act in accordance with the applicable Rules and Regulations;
- 3.13.3 where the Council Member is being assessed, investigated, charged or is otherwise the subject matter of any assessment or proceedings before, or is contacted by, or a complainant or witness to, an Independent Body, where it

is necessary for the Council Member to communicate in accordance with the applicable Rules and Regulations of the Independent Body;

- 3.13.4 where the Council Member is the President (or in their absence the Senior Vice-President) and they have communication with the Independent Body (for example, from the Independent Body communicating a decision of the Independent Body or possible amendments to its Rules or Regulations, or any other matter permitted under the Constitution about which the Independent Body is considering or has reported to Council or Congress).
- 3.14 Nothing in Rule 3.13 prevents or is intended to limit in any way:
  - 3.14.1 an Independent Body attending Council meetings or reporting to or making recommendations to Council; or,
  - 3.14.2 Council from adopting, amending or repealing Rules and Regulations, or decisions, in accordance with the Constitution, which are applicable to any Independent Body.

### **Authority, Communications and Media**

- 3.15 Council shall act and make decisions on behalf of World Athletics in accordance with its powers and responsibilities set out in Article 47 of the Constitution. Council shall not act or make decisions on behalf of World Athletics which are the responsibility of another body of World Athletics including the Executive Board.
- 3.16 Council Members shall not enter into any transaction, contract, agreement, arrangement or other pledge the credit of World Athletics, unless prior approved by Council or the Executive Board.
- 3.17 Council Members may make Public Statements about World Athletics and any of its work in the following circumstances:
  - 3.17.1 where the Public Statements do not contain information which is confidential to World Athletics; and,
  - 3.17.2 where the Public Statements are not likely to, or do not, breach the Integrity Code of Conduct including adversely affecting the reputation of World Athletics or Athletics generally; and,
  - 3.17.3 where:
    - a. the Council Member is the President;
    - b. the Council Member is authorized to make the Public Statements by the President;
    - c. the Council Member has discussed and agreed the Public Statements in advance with the Chief Executive Officer or their designated nominee;
    - d. the Public Statements are made in accordance with any media policy decided by Council; or,
    - e. the Public Statement are made in their capacity as an Area President.

## **4. Executive Board**

### **Overview**

- 4.1 This Rule 4 sets out the following rules applicable to the Executive Board and Executive Members:
- 4.1.1 Executive Board (EB) Appointments Panel;
  - 4.1.2 Process for Appointing EB Appointed Members;
  - 4.1.3 Executive Board Members' induction and agreement;
  - 4.1.4 Scope of Work of Executive Board;
  - 4.1.5 Meeting Procedures;
  - 4.1.6 Executive Board interface with the Chief Executive Officer and Staff;
  - 4.1.7 Executive Board interface with the Independent Bodies;
  - 4.1.8 Executive Board Committees; and,
  - 4.1.9 Authority, Communications and Media.

### **Executive Board (EB) Appointments Panel**

- 4.2 **Establishment:** In accordance with Article 60 of the Constitution, there shall be an EB Appointments Panel whose role it is to identify, recruit, assess and make recommendations to the Ex Officio EB Members for the appointment of the three (3) Appointed EB Members of the Executive Board.
- 4.3 **Composition:** In accordance with Articles 60.2 and 60.5(d) of the Constitution, the EB Appointments Panel (and the Inaugural EB Appointments Panel) shall be comprised of the following three (3) people:
- 4.3.1 the President;
  - 4.3.2 one (1) Council Member, elected by Council, who is not a member of the Executive Board;
  - 4.3.3 one (1) person appointed by Council who is independent of World Athletics and is experienced in governance and the functions and appointment processes of directors ("Independent Member"). This Independent Member shall be the Convenor of the Panel (Article 60.4).

### **4.4 Appointing Members of EB Appointment Panel**

- 4.4.1 For the Inaugural EB Appointments Panel, the members of the Panel shall be appointed no later than 3 months prior to the 2019 Election Congress and shall continue in office until the Appointed EB Members are appointed in accordance with Rule 4.15 and Rule 4.16.
- 4.4.2 For the EB Appointments Panels established thereafter, they shall be appointed after an Election Congress so they can carry out their work prior to the next Election Congress.



- 4.4.3 The Council Member who is elected (under Article 60.2(b)) shall not be a member of the Executive Board. For the purposes of the Inaugural EB Appointment Panel, the Council Member to be appointed shall not:
- a. be a member of the current Executive Board (appointed under the 2017 Constitution); or,
  - b. be intending to seek, or seek, election at the 2019 Congress for the positions of President, or Vice-Presidents which if elected would become an Ex-Officio EB Member; or,
  - c. be intending to seek or seek appointment as an EB Appointed Board Member for the Executive Board.
- 4.4.4 Council shall, by no later than 3 months prior to the 2019 Election Congress elect the Council Member referred to in Rule 4.3.2 and appoint the Independent Member to the Inaugural EB Appointments Panel. The President shall make a recommendation to Council, for its approval, of two (2) suitable persons to fill these positions (including details on their suitability for the position).
- 4.4.5 The Inaugural EB Appointments Panel members shall commence their terms of office on the Panel (Article 60.5) and their work as soon as the two (2) members specified in Rules 4.3.2 and 4.3.3 are appointed by Council.
- 4.4.6 All three (3) members of the Inaugural EB Appointments Panel shall remain in office after the 2019 Election Congress until their responsibilities are completed, unless:
- a. the President who was in office prior to the 2019 Election Congress, does not seek election or is not re-elected as President, in which case the newly elected President will sit on the Inaugural EB Appointments Panel from the conclusion of the 2019 Election Congress; and/or,
  - b. the Council Member who was in office prior to the 2019 Election Congress does not seek election or is not re-elected to Council, in which case another Council Member elected to Council at the 2019 Election Congress (who is not on the Executive Board), shall be appointed to the Panel in accordance with Rule 3.5.7.

#### 4.5 **Separation of EB Appointments Panel**

The Inaugural EB Appointments Panel shall operate separately from Council, Executive Board and Staff except to the extent that the Chief Executive Officer will ensure the Inaugural EB Appointments Panel is allocated sufficient budget to engage administrative support and professional advice (e.g. legal, executive search), as necessary, to undertake its work.

#### 4.6 **Confidentiality**

All information received by the Inaugural EB Appointments Panel, including details of candidates and its deliberations, shall be held in accordance with applicable data protection and privacy requirements and shall be kept confidential except to the extent that disclosure is agreed by any candidate, or disclosure is permitted under these Rules, or it is required by law.

#### 4.7 Conflicts

4.7.1 Any member of the Inaugural EB Board Appointments Panel who considers they may have a potential conflict of interest in considering the appointment or otherwise of any person, shall (without limiting their obligations in the Conflicts, Disclosures and Gift Rules) declare that potential conflict to the chairperson of the Inaugural EB Board Appointments Panel. If the Convenor of the Panel considers it appropriate to do so, they may require that member to vacate their position on the Panel for that appointment. If this occurs, the Panel will continue its duties for that appointment without that member.

4.7.2 If the Convenor of the Panel considers they may have a potential conflict, they shall (without limiting their obligations in the Conflicts, Disclosures and Gift Rules) declare that potential conflict to the President. If the President considers it appropriate to do so, they may require the Convenor to vacate their position on the Panel for that appointment in accordance with the same procedure as described in Rule 4.7.1

4.8 **Meetings, Quorum, Decisions, etc.:** Articles 60.8 to 60.10 (inclusive) of the Constitution set out the rules applicable to meetings of the Inaugural EB Appointments Panel including:

4.8.1 Meetings (Article 60.8);

4.8.2 Quorum (Article 60.9); and,

4.8.3 Decisions (Article 60.10).

4.9 The procedures applicable to the Inaugural EB Appointments Panel described in Rules 4.4 to 4.8 shall apply to all EB Appointment Panels established thereafter, and:

4.9.1 the EB Appointment Panel for the period from 2019 to 2023 Election Congresses shall be appointed after the Inaugural EB Appointments Panel has completed its responsibilities (approximately 3 months after the 2019 Election Congress), and continue in office until the 2023 Election Congress;

4.9.2 the EB Appointments Panels established thereafter will be appointed after each Election Congress and remain in office until the next Election Congress.

#### **Process for Appointing the Appointed EB Members**

4.10 Following its establishment, the Inaugural EB Appointments Panel shall undertake its responsibilities as set out in Article 60.6 of the Constitution and these Rules, prior to and after the Election Congress. The Convenor of the Panel shall lead this work.

4.11 In carrying out its responsibilities under Article 60.6(b) to (d) of the Constitution, the Inaugural EB Appointments Panel shall in the three (3) month period prior to the Election Congress undertake the following steps simultaneously:

4.11.1 publicly advertise the positions including via the Website;

4.11.2 identify and invite persons it considers may be suitable candidates; and,

- 4.11.3 invite all Member Federations and Area Associations to identify and encourage suitable candidates to apply for the three (3) Appointed EB Member positions, which candidates shall be endorsed by a Member Federation or an Area Association.
- 4.12 All applications are to be submitted by a date, specified by the Panel, prior to the Election Congress. The Inaugural EB Appointments Panel shall undertake such preliminary enquires including holding interviews and meeting candidates as it sees fit in the period prior to the Election Congress (Article 60.6).
- 4.13 Immediately following the Election Congress, the Inaugural EB Appointments Panel (constituted under Rule 4.4) shall continue its assessment of the candidates who have submitted applications for Appointed EB Members by the due date. In doing so they shall:
  - 4.13.1 identify the skills, expertise and experience which may be necessary for the Executive Board taking into account those of the Ex-Officio EB Members who were elected at the 2019 Election Congress;
  - 4.13.2 take into account the relevant factors in Article 60.7 of the Constitution of the candidates and the Ex-Officio EB Members elected at the 2019 Election Congress; and,
  - 4.13.3 first consider the candidates endorsed by Member Federations and Area Associations in Rule 4.11.3, and if the skills, expertise and experience and relevant factors are not sufficient, to then consider the other candidates.
- 4.14 The Inaugural EB Appointments Panel shall decide on its recommendation of the three (3) persons it considers best suit the positions of Appointed EB Members in accordance with Rule 4.13. These persons will then undergo Vetting and if the Vetting Panel confirms they are Eligible, the Inaugural EB Appointments Panel shall make its recommendation to the Ex-Officio EB Members as soon as practicable after the Election Congress and within three (3) months of the conclusion of the Election Congress (Article 60.6e).
- 4.15 The Ex-Officio EB Members shall approve or reject the persons recommended to be the Appointed EB Members at a meeting of the Ex-Officio EB Members called by the President for this purpose. At this meeting a quorum of four (4) Ex-Officio EB Members is required and the decision on each of the Appointed EB Members must be approved by a Simple Majority of Ex-Officio EB Members present.
- 4.16 In the event the Ex-Officio EB Members reject one or more of the persons recommended to be the Appointed EB Members, the Inaugural EB Appointments Panel will refer to the other candidates who submitted applications for the Appointed EB Members and, if there are suitable candidates, recommend another person or persons (as the case may be) to the Ex-Officio EB Members for approval. This process shall be repeated until such time as the Ex-Officio EB Members approve the recommended persons to be the Appointed EB Members or the Inaugural EB Appointments Panel considers there are no suitable candidates, in which case the Panel shall call for new nominations in accordance with Rule 4.11 with any necessary modifications as to timing. In the period during which this reassessment or repeated call for candidates occurs, the Executive Board shall comprise the Ex-Officio EB Members and any persons who have been approved as Appointed EB Members.

- 4.17 The appointment process applicable to the Inaugural EB Appointments Panel described in Rules 4.4 to 4.16 shall apply to the EB Appointment Panels established thereafter, where:
- 4.17.1 every reference to the Inaugural EB Appointments Panel shall mean the EB Appointments Panel unless expressly stated otherwise; and,
  - 4.17.2 every reference to the 2019 Election Congress shall mean an Election Congress.

### **Executive Board Members' Induction and Agreement**

- 4.18 In accordance with Article 57 of the Constitution, the Executive Board has nine (9) Members being the President (ex officio), four (4) Vice-Presidents (ex-officio), three (3) Appointed Board Members (appointed by the ex officio members) and the Chief Executive Officer (ex officio and non-voting). Executive Board Members shall undergo an induction, sign an agreement or letter of appointment on the same basis and in accordance with the same procedures as provided for the Council in Rules 3.2 to 3.3 inclusive, except that every reference to the Council in those rules shall mean the Executive Board.

### **Executive Board Scope of Work**

- 4.19 Article 56.1 sets out the role of the Executive Board which is "to govern World Athletics" as set out in Part VII of the Constitution. In particular Part VII sets out the powers and responsibilities of the Executive Board (Article 58.2).
- 4.20 The Executive Board shall decide the process by which it will carry out its responsibilities, except to the extent set out in these Rules. The specific procedures set out in this Rule shall apply to certain responsibilities of Council listed below:
- 4.20.1 Strategic Plan:
    - a. As specified in Rule 3.5.2 Council is responsible for approving the Strategic Plan on the recommendation of the Executive Board, following the process set out in Rules 4.20.1(b) to (h) below.
    - b. The Strategic Plan will initially be developed by the Chief Executive Officer, in consultation with the Executive Board (Article 64.3b).
    - c. The Executive Board will finalise a draft of the Strategic Plan and submit this to Council, no later than twelve (12) months prior to the commencement of the Plan.
    - d. Council will review and provide comment to the Executive Board within 2 months of receiving the draft Strategic Plan.
    - e. The Executive Board shall take the input of the Council into account and finalise the Strategic Plan and submit it to Council for final approval no later than six (6) months prior to its commencement.
    - f. Council will consider and approve (or reject) the Strategic Plan (or otherwise) no later than three (3) months prior to its commencement.

- g. The Executive Board, through the Chief Executive Officer, is responsible for implementing the Strategic Plan.
- h. The Executive Board shall monitor progress against the Strategic Plan on a regular basis and report on it to Council at least twice a year.

#### 4.20.2 Annual Plan and Budget

- a. The Executive Board shall adopt and review an annual plan and budget for World Athletics (Article 58.2(b)) for each Financial Year.
- b. The annual plan and budget for each Financial Year shall be developed and approved by the Executive Board to achieve the goals and outcomes specified in the approved Strategic Plan.
- c. Except in the year of an Election Congress, by no later than 30 September in each year, the annual plan and budget for the next Financial Year (1 January to 31 December) shall be approved by the Executive Board.
- d. The Executive Board shall provide the final approved annual plan and budget for the next year to Council for its information by no later than 31 October.
- e. In the year of an Election Congress, the annual plan and budget for the next Financial Year shall be approved by the Executive Board within three (3) months of the Election Congress.
- f. In addition to the annual plan and budget, the Executive Board shall prepare a financial forecast for the period of the Strategic Plan and provide this to Council for its information.
- g. The Chief Executive Officer shall be responsible for implementing the annual plan and ensuring compliance with the budget. The Chief Executive Officer shall report to the Executive Board regularly (as required by it) on progress against the annual plan and actual income and expenditure against the approved budget.
- h. The Executive Board shall monitor progress against the annual plan and budget.

#### 4.20.3 Major Transactions

- a. The Executive Board must approve "major transactions" entered into by World Athletics.
- b. Article 85 of the Constitution defines "major transactions" as involving a significant amount of the assets of World Athletics or incurring significant liabilities in World Athletics as defined in the Rules and Regulations.
- c. For the purposes of these Rules, a "major transaction" in relation to World Athletics means any acquisition, expenditure, liability, commitment or transaction (when singularly or combined with other transactions) amounting to 500,000 Euros or greater or any

acquisition, expenditure, liability, commitment or transaction which is unprecedented, complex or high-profile of any amount as decided by the Executive Board.

- d. A major transaction must be approved by the Executive Board in accordance with the following procedures set out in these Rules:
- (i) the proposed resolution to approve a major transaction must be considered and recommended by the Executive Board's Audit, Risk and Finance Committee;
  - (ii) it must then be discussed and a proposed resolution put, at a meeting of the Executive Board held in person;
  - (iii) all Executive Board members must be given at least seven (7) days' notice in writing of the meeting and the proposed resolution;
  - (iv) at the Executive Board meeting there must be a quorum of six (6) members of the Executive Board present (excluding the Chief Executive Officer); and,
  - (v) the vote by the Executive Board on the proposed resolution shall be carried only if it is approved by 75% of those members present and entitled to vote.

#### 4.20.4 Notifications

- a. Where, pursuant to Article 85.1, the President nominates an Executive Board member, the Executive Board shall ensure a declaration is made to the Minister of State of Monaco stating:
- (i) any change of name, object or address of the registered office of World Athletics;
  - (ii) any change in the composition of the Council or the functions of its members;
  - (iii) any acquisition or disposal of premises and property including a description of the acquisition and amount of purchase or disposal price attached to such declaration;
  - (iv) any amendment to the Constitution, other than those referred to in Article 85.1a;
  - (v) any decision of Congress to voluntarily dissolve World Athletics.
- b. Where, pursuant to Article 85.2, the President nominates an Executive Board member, the Executive Board shall ensure, within one month of the declaration referred to in Article 85.1, the publication in the Journal de Monaco of a notice stating:

- (i) any change of name, object or address of the registered office of World Athletics;
- (ii) any decision to voluntarily dissolve World Athletics.

## **Meeting Procedures**

4.21 **Chairperson, Calling Meetings, Voting, Quorum, etc.:** Article 57.6 and Articles 59.1 to 59.5 of the Constitution set out the rules applicable to the Executive Board meetings including:

- 4.21.1 chairperson (Article 57.6);
- 4.21.2 frequency and calling of meetings (Article 59.1);
- 4.21.3 meetings using technology (Article 59.2);
- 4.21.4 quorum (Article 59.3);
- 4.21.5 voting (Article 59.4); and,
- 4.21.6 resolutions outside of meetings (Article 59.5).

## 4.22 **Regulate Own Procedure**

The Executive Board shall meet in person (including using technology) at least six (6) times in each Financial Year. Except to the extent specified in the Constitution and in any Rule or Regulation, the Executive Board shall regulate its own meeting procedures. For this purpose the Executive Board may issue Standard Operating Procedures. In the absence of any specific rule or procedure the President shall decide the meeting procedure.

## 4.23 **Confidentiality**

Rule 3.8 shall apply to the Executive Board on the same basis as it does for Council, provided that information disclosed to an Executive Board Member who is also a Council Member, shall not be disclosed by an Executive Board Member to another Council Member unless that Council Member is also an Executive Board Member, or it is approved in accordance with Rule 3.8.3 (where every reference to Council means Executive Board).

## **Executive Board Interface with Chief Executive Officer and Staff**

4.24 The role of the Executive Board is to govern World Athletics and not to manage or implement decisions made by it. The Chief Executive Officer is responsible for managing and implementing the decisions of Council and the Executive Board.

4.25 Except for the purposes of obtaining information, Executive Board Members (acting this capacity) are not permitted to direct, require or request the Chief Executive Officer, to do or not do anything related to World Athletics, except in the following circumstances:

- 4.25.1 where the Executive Board Member is the President (or the Senior Vice-President, in the President's absence) acting in accordance with their powers and responsibilities as President (Article 54.2), including in particular

their responsibility to "support, monitor and liaise with the Chief Executive Officer on behalf of the Executive Board" (Article 54.2(j)); and,

- 4.25.2 where the Executive Board Member is delegated authority or otherwise authorised by the President or the Executive Board to do so.
- 4.26 In addition Executive Board Members are not permitted to direct, require or request any other Staff member, to do or not do anything related to World Athletics, except:
  - 4.26.1 the President (or the Senior Vice President in the President's absence) may do so where the Executive Board Member is the President (or the Senior Vice President in the President's absence); and
    - a. the Staff member reports directly to the President, such as their personal assistant;
    - b. in the opinion of the Executive Board, the Chief Executive Officer may not be or is not fulfilling their responsibilities satisfactorily; or,
    - c. the President has agreed with the Chief Executive Officer that the President may give such direction or requirement either generally or specifically on a matter, for specified Staff members;
  - 4.26.2 where the Executive Board Member is a member of an Executive Board Committee, or the Chairperson of a Commission or Working Group, who has been authorised either generally or specifically on a matter, to direct or require specified Staff members by the Chief Executive Officer or the relevant Director to whom the specified Staff member reports.
- 4.27 Nothing in Rules 4.25 or 4.26 prevents or is intended to limit in any way:
  - 4.27.1 The Executive Board from making decisions which the Chief Executive Officer is directed to implement; and;
  - 4.27.2 Executive Board Members from communicating directly with the Chief Executive Officer or with other Staff provided that:
    - a. generally communications with Staff on substantive Executive Board matters should be done through the Chief Executive Officer or the relevant Directors (excluding administrative and logistical arrangements); and,
    - b. an Executive Board Member who is a member of an EB Committee or a Commission or Working Group may communicate with the relevant Staff person/s designated responsibility for, or assisting, that EB Committee, Commission or Working Group.

### **Executive Board Interface with Independent Bodies**

- 4.28 The provisions of Rule 3.13 regarding Council Members' interface with Independent Bodies shall apply to the Executive Board on the same basis and in accordance with the same procedures as for the Council and every reference to Council shall mean the Executive Board.



## Executive Board Committees

- 4.29 The Executive Board has the power and responsibility to establish committees, taskforces or other groups to carry out any work of the Executive Board, under its delegated authority including but not limited to one or more sub-committees for finance, audit and risk (Article 58.2(i)).
- 4.30 The Executive Board shall establish the committees set out in these Rules and such other committees as it considers appropriate. All committees are accountable, and report, to the Executive Board.
- 4.31 Subject to these Rules, the Executive Board shall approve terms of reference for each committee, which clearly set out its:
- 4.31.1 composition;
  - 4.31.2 specific role and responsibilities;
  - 4.31.3 nature and limits of its delegated authority;
  - 4.31.4 reporting requirements to the Executive Board.
- 4.32 The Executive Board shall establish the following permanent committees to carry out some of its roles and responsibilities set out below:
- 4.32.1 Audit, Risk and Finance Committee, or more than one committee: responsible for advising the Executive Board on any one or more of audit, risk and finance matters;
  - 4.32.2 Remuneration Committee: responsible for reviewing and advising the Executive Board on the remuneration of the Board and the Chief Executive; and,
  - 4.32.3 any other Committee which the Executive Board wishes to establish to advise it on matters within the Executive Board's responsibilities.
- 4.33 The following rules apply to all committees of the Executive Board:
- 4.33.1 every committee must have at least two (2) members of the Executive Board;
  - 4.33.2 generally a committee shall not have more than five (5) members;
  - 4.33.3 the Executive Board shall take into account the need for some independent members on the Audit, Risk and Finance Committee;
  - 4.33.4 the quorum for any meeting or decision of a committee shall be three (3) members of which at least one (1) must be an Executive Board Member;
  - 4.33.5 the Executive Board shall appoint the chairperson of each committee, who must be an Executive Board Member;
  - 4.33.6 where possible there should be a balance of gender on each committee;
  - 4.33.7 members should be appointed primarily for their expertise in the subject matter of the committee;

- 4.33.8 positions for members (other than Executive Board members) on all committees should be publicly advertised on the World Athletics website and circulated to all Member Federations and Area Associations;
- 4.33.9 the chairperson of each committee must report on the activities of the committee at each meeting of the Executive Board and at such other times as required by the Executive Board;
- 4.33.10 the Executive Board may not delegate authority to any committee to approve or enter into any transaction, or incur any liability in excess of 10,000 Euros.

### **Authority, Communications and Media**

- 4.34 The Executive Board shall act and make decisions on behalf of World Athletics in accordance with its powers and responsibilities set out Article 57 of the Constitution. The Executive Board shall not act or make decisions on behalf of World Athletics which are the responsibility of another body of World Athletics including the Council.
- 4.35 Executive Board Members shall not enter into any transaction, contract, agreement, arrangement or otherwise pledge the credit of World Athletics, unless prior approved by Council or the Executive Board.
- 4.36 Executive Board Members may make Public Statements about World Athletics and any of its work in the following circumstances:
  - 4.36.1 where the Public Statements do not contain information which is confidential to World Athletics; and,
  - 4.36.2 where the Public Statements are not likely to, or do not, breach the Integrity Code of Conduct including adversely affecting the reputation of World Athletics or Athletics generally; and,
  - 4.36.3 where:
    - a. the Executive Board Member is the President;
    - b. the Executive Board Member is authorized to make the Public Statements by the President;
    - c. the Executive Board Member has discussed and agreed the Public Statements in advance with the Chief Executive Officer or their designated nominee; or,
    - d. the Public Statements are made in accordance with any media policy decided by Council.

## **5. Commissions and Working Groups**

### **Overview**

- 5.1 This Rule 5 sets out the rules applicable to Commissions and Working Groups.

## Definitions

- 5.2 A "**Commission**" is a group of people appointed by Council to provide expertise and advice to Council, and which is established and functions in accordance with the Rules, including the Athletes' Commission (Article 85 Definitions).
- 5.3 "**Working Groups**" are groups of people appointed by Council to undertake a specific task or project which are not Commissions (Article 85 Definitions).

## Authority

- 5.4 Pursuant to Article 47.2n, Council has the power and is responsible for: establishing and disestablishing such Commissions (including an Athletes Commission) and Working Groups as it considers appropriate including appointing and removing the members of them, and monitoring their progress.
- 5.5 Commissions and Working Groups are advisory and have no authority to make decisions on behalf of Council or World Athletics. They are ultimately accountable to Council.
- 5.6 Commissions and Working Groups may, if requested, also provide expertise and advice to the President, Executive Board, Chief Executive Officer and Directors, and other Commissions and Working Groups.
- 5.7 Commissions are standing bodies established for the period from their appointment until the next Election Congress or in the case of the Athletes' Commission as set out in Rule 5.50. Working Groups are ad hoc and established only for the period necessary to undertake a specific task or project.
- 5.8 In addition, pursuant to Article 47.2o, Council has the power and is responsible for: establishing and disestablishing such other bodies, panels, or taskforces with delegated authority from Council, as decided by Council.

## Commissions – Nature and Scope

- 5.9 There shall be four (4) Commissions as follows:
- 5.9.1 Competition Commission;
  - 5.9.2 Development Commission;
  - 5.9.3 Governance Commission; and,
  - 5.9.4 Athletes' Commission.
- 5.10 Additional Commissions may be established by Council, usually on the recommendation of the Governance Commission, by Council amending these Rules.
- 5.11 The role of each Commission is as follows, and as more specifically described in the terms of reference for each Commission:
- 5.11.1 Competition Commission: advising Council on the format, qualifications, programme and organisation of all International Competitions including new competitions and the Technical Rules of Athletics.

- 5.11.2 Development Commission: advising Council on the development of Athletics worldwide to increase participation from grassroots to elite and as a means of addressing social issues such as health, wellbeing, crime and social inclusion.
  - 5.11.3 Governance Commission: advising Council on matters necessary to ensure good governance practices in World Athletics and its members and to uphold the highest standards of integrity, including reviewing all Rules and Regulations.
  - 5.11.4 Athletes' Commission: advising Council on matters related to Athletics from the athletes' perspective.
- 5.12 The specific scope, procedure and authority of each Commission shall be set out in written terms of reference approved by Council.
- 5.13 In addition, each Commission will have a four (4) year plan approved by Council (on the recommendation of each Commission) which aligns with the Strategic Plan and with specified outcomes for the Commission for its term of its appointment.

### **Commissions - Composition and Appointment**

- 5.14 Rules 5.14 to 5.27 does not apply to the Athletes' Commission (see Rules 5.45 to 5.54).
- 5.15 Each Commission will have between eight (8) to twelve (12) members, including at least two (2) Council Members. In addition, the President will be an ex-officio member of each Commission.
- 5.16 Each Commission shall be appointed by Council on the recommendation of the Nominations Panel, except for Council Members wishing to be on any Commission, who be appointed by Council on the recommendation of the President.
- 5.17 The primary criteria for appointment of any person to a Commission (including Council Members) is the specific knowledge and expertise they have in the subject matter of the Commission. The secondary criteria for appointment to each Commission, is that the Commission should preferably comprise of:
- 5.17.1 at least one (1) person from each Area;
  - 5.17.2 at least 30% of each gender; and,
  - 5.17.3 a member of the Athletes' Commission.
- 5.18 The procedure for the appointment of members (other than Council Members) to each Commission shall be as follows:
- 5.18.1 An open call for nominations to membership of all the Commissions will be made immediately following the first Council meeting held after each Election Congress. This call shall be communicated to Member Federations and Area Associations by circular or other written communication and also be posted on the Website.
  - 5.18.2 Nominations must be submitted in writing by the nominee with the endorsement of the Member Federation or Area Association of which they

are a member or otherwise associated (such as a member of a member club, or other body affiliated to the Member Federation), unless they are an expert, in which case they may be endorsed by the Chief Executive Officer.

- 5.18.3 Nominations must be received by the Chief Executive Officer within one (1) month of the first Council meeting held after each Election Congress.
- 5.18.4 No Staff or members of any Independent Bodies may be members of a Commission, except for the President and the Council Members who are members of the EB Appointments Panel and the Integrity Unit Board. *(amended on 11 March 2019)*
- 5.18.5 Nominees will be reviewed and then shortlisted by the Nominations Panel in accordance with these Rules. This may include interviewing and making enquiries of nominees to ensure their suitability. In doing so, the Nominations Panel must first consider nominees endorsed by a Member Federation or Area Association and if the skills, expertise, knowledge and other criteria in Rule 5.16 of those nominees are insufficient for the relevant Commission, the Panel may consider nominees who are experts recommended by the Chief Executive Officer.
- 5.18.6 A person should not be a member of more than two (2) Commissions at the same time, unless in exceptional circumstances as recommended by the Nominations Panel.
- 5.18.7 The proposed short-listed nominees for all Commissions will be subject to Vetting in accordance with the Vetting Rules. All nominees must be Eligible under the Vetting Rules.
- 5.18.8 The Nominations Panel will then make recommendations to Council of the persons it considers best suit the positions on each Commission, including proposed Chairpersons (with the requisite skills and experience in chairing bodies and meetings), on the basis of the criteria specified in Rule 5.16. Council Members may, but need not, be recommended to be a Chairpersons of Commissions.
- 5.18.9 Council shall appoint the Chairperson and members of the Commissions by no later than six (6) months after each Election Congress.
- 5.18.10 A member's appointment to a Commission is subject to the member agreeing to the obligations, expectations and commitments set out in the letter of appointment.

### **Commissions - Term and Removal**

- 5.19 Members of each Commission shall commence their terms of office upon notification of their appointment by Council, and subject to Rules 5.19 to 5.21, shall end their term of office at the conclusion of each Election Congress (held four (4) years later), but are eligible for reappointment up to a total maximum of three (3) terms or nine (9) years.
- 5.20 A member of a Commission may resign prior to the expiry of their term of office by giving not less than one (1) months' notice in writing to the Commission Chairperson, President and the Chief Executive Officer.

- 5.21 A Commission Member may be removed from a Commission prior to the expiry of their term of office, by decision of the Council (after first affording the Commission Member natural justice) on the recommendation to the President from the Commission Chairperson (or if it is the Chairperson to be removed, on the recommendation from the Chief Executive Officer):
- 5.21.1 if they are no longer Eligible;
  - 5.21.2 for breach of these Rules or any other Rules or Regulations; or,
  - 5.21.3 for any other act or conduct that, in the opinion of Council, brings the Commission or World Athletics into disrepute.
- 5.22 In addition, a Commission Member shall be deemed to have vacated their position if, during their term, he:
- 5.22.1 dies; or,
  - 5.22.2 is absent from two (2) or more meetings of the Commission without prior approval of the Commission Chairperson.

### **Working Groups – Composition and Appointment**

- 5.23 Working Groups may be established from time to time by Council on the recommendation of the President or the Chief Executive Officer.
- 5.24 A Working Group shall have such number of members as is appropriate for the task or project being undertaken. The President will be an ex-officio member of each Working Group.
- 5.25 The primary criteria for appointment of a person to any Working Group is the specific knowledge and expertise they have in the subject matter of the Working Group. The secondary criteria for appointment specified in Rule 5.16 may also be considered, however this is not mandatory.
- 5.26 No Staff or members of any Independent Bodies may be members of a Working Group, except for the President and the Council Member who is a member of the EB Appointments Panel.
- 5.27 The procedure for the appointment of members (other than Council Members) to Working Groups shall be as follows:
- 5.27.1 Unless the work of a Working Group is urgent (i.e. it needs to complete its work within twelve (12) months), an open call for nominations to membership of any Working Group will be made to Member Federations and Area Associations by circular or other written communication and also be posted on Website. The President may request a Council Member to be a member of a Working Group, (subject to Council's approval) and no nomination is required.
  - 5.27.2 If the work of a Working Group is urgent (under Rule 5.26.1), the members of it may be identified and recommended by the Chief Executive Officer to Council for its approval. If the work of a Working Group established under this Rule is likely to continue for more than twelve (12) months, the Chief Executive Officer must, before the twelve (12) month period has ended, call

for nominations for members of the Working Group in accordance with Rule 5.26.3 and Council shall appoint members in accordance with Rules 5.26.4 to 5.26.8.

- 5.27.3 Nominations for Working Groups (other than Council Members) must be submitted in writing by the nominee with the endorsement of the Member Federation or Area Association of which they are members or otherwise associated (such as a member of a member club, or other body affiliated to the Member Federation), unless they are an expert in the subject matter of the Working Group, in which case they may be endorsed by the Chief Executive Officer.
- 5.27.4 Nominations must be received by the Chief Executive Officer by the date specified in the call for nominations, which shall be no less than one (1) month following its posting on the Website.
- 5.27.5 Nominees will be reviewed and then shortlisted by the Chief Executive Officer or their nominee.
- 5.27.6 The proposed short-listed nominees will be subject to Vetting in accordance with the Vetting Rules. All nominees must be Eligible under the Vetting Rules.
- 5.27.7 The Chief Executive Officer will then make recommendations to Council for its approval of the persons they consider best suit the positions on a Working Group, including the proposed Chairperson (with the requisite skills and experience in chairing bodies and meetings), on the basis of the criteria specified in Rule 5.24.
- 5.27.8 A member's appointment to a Working Group is subject to the member agreeing to the obligations, expectations and commitments set out in the letter of appointment.

### **Working Groups - Term and Removal**

- 5.28 Members of each Working Group shall commence their terms of office upon notification of their appointment by Council, and subject to Rule 5.29, shall end their term of office on the date or upon the circumstances set out in the Terms of Reference approved by Council, or any other earlier or later date decided by Council, subject to Rule 5.29.
- 5.29 A Working Group shall not have a term of more than two (2) years. If its work needs to continue beyond two (2) years, consideration should be given to this work being transferred to a Commission or another Working Group being established.
- 5.30 A member of a Working Group may resign or be removed on the same basis as a member of a Commission as set out in Rules 5.19 to 5.21.

### **Commissions and Working Groups - Working Procedures**

- 5.31 Each Commission and Working Group will have as its convenor, a Director from the Office, who shall attend all meetings and work of the Commission. The Chief Executive Officer may also attend any meeting or work of the Commission.

- 5.32 The relevant Director shall, in consultation with the Chairperson of each Commission and Working Group set the agenda, meeting schedule and work (subject to budget). The Chief Executive Officer shall ensure the work of each Commission and Working Group is appropriately supported.
- 5.33 The Chairperson of each Commission and Working Group is ultimately responsible for the work and outcomes of the Commission or Working Group. Should any issues or differences arise between the Chairperson and the relevant Director, these shall be referred to the Chief Executive Officer.
- 5.34 At the first meeting of each Commission following its appointment (which meeting should generally be held within two (2) months of its appointment), it will approve the proposed four (4) year Plan for submission to Council for approval. This Plan shall be reviewed, and where appropriate, revised annually, to ensure alignment with the Strategic Plan.
- 5.35 The tasks and outcomes sought from each Working Group will be set out in terms of reference approved by Council.
- 5.36 The Chairperson of each Commission shall report to Council on progress against its four (4) year plan at least twice each year, either orally or in writing, including using technology, as requested by the President. The content of the report to Council must be prior approved by the members of the Commission.
- 5.37 Commissions should "meet" at least three (3) times each year - at least once in person and otherwise using technology (e.g. video or audio conferencing, Skype, etc.). Working Groups should meet as often as required in person or using technology to achieve its agreed outcomes.
- 5.38 Commission may agree to allocate specific tasks of the Commission to a smaller group of members within the Commission with the necessary expertise for the task, and to report back to the Commission with its advice and recommendations. For example, the Competition Commission may allocate tasks related to the Technical Rules to a smaller group of its members, and the Governance Commission may allocate the review of rules to a smaller group of its members with the necessary legal expertise.

### **Other**

- 5.39 Commissions and Working Groups have no authority to make decisions on behalf of World Athletics. They are advisory and can only make recommendations to Council and to the Chief Executive Officer (if within their mandate to do so).
- 5.40 Commissions and Working Groups have no authority to incur any expense or bind World Athletics to any financial or other commitment.
- 5.41 Members of Commissions and Working Groups cannot engage in the media (in any forum) without the prior approval of the President or the Chief Executive Officer.
- 5.42 Members of Commissions and Working Groups will be paid fees and expenses in accordance with World Athletics policies.
- 5.43 Members of all Commissions and Working Groups are bound by the Constitution, Rules and Regulations of World Athletics, including the Integrity Code of Conduct.



- 5.44 Advisors may be engaged to provide particular expertise or advice by the Chief Executive Officer to advise a Commission or Working Group, following consultation with the Chairperson of the relevant Commission or Working Group. The role and responsibilities of any advisor should be advised to the members of the relevant Commission or Working Group and should not duplicate or conflict with the role of the Commission or Working Group. Such advisors are not members of the Commission or Working Group.
- 5.45 The Chairpersons of all the Commissions will, at a time and place decided by the Chief Executive Officer, meet in person at least once each year to discuss matters of commonality between the Commissions.

### **Athletes' Commission**

- 5.46 Rules 5.46 to 5.53 shall apply to the Athletes' Commission, together with Rules 5.30 to 5.44 (Working Procedures).
- 5.47 **Overview:** The process for the establishment of the Athletes' Commission is, in summary, as follows:
- 5.47.1 in each year of a World Athletics Championships, six (6) persons are elected to the Athletes' Commission;
- 5.47.2 up to six (6) further persons are appointed by Council to the Athletes' Commission;
- 5.47.3 at the next World Athletics Championships, a further six (6) persons are elected to Athletes' Commission; and
- 5.47.4 the terms of office for each member of the Athletes' Commission is four (4) years commencing upon their approval by Council as a member and expiring four years later.
- 5.48 **Composition:** The Athletes' Commission shall comprise:
- 5.48.1 twelve (12) elected members, elected in accordance with Rule 5.49 of these Rules and approved by Council ("Elected Athletes' Commission Members"); and,
- 5.48.2 up to six (6) other members, appointed by Council in accordance with Rule 5.50 of these Rules "(Appointed Athletes' Commission Members)"; together referred to as "Athletes' Commission Members".
- 5.49 **Eligibility:** To be eligible to be nominated for, and to remain as, an Athletes' Commission Member (whether as an Elected Athletes' Commission Member or an Appointed Athletes' Commission Member) the person must:
- 5.49.1 be a current member of the Member Federation (or a body affiliated to the Member Federation) in good standing;
- 5.49.2 be nominated by their Member Federation;
- 5.49.3 be at least eighteen (18) years old;

- 5.49.4 if seeking to be an Elected Athletes' Commission Member, have competed in at least one (1) of the last two (2) World Athletics Championships, or in the last Olympic Games, or be a competitor in the World Athletics Championships at which the election will be held;
- 5.49.5 be able to speak and understand English reasonably well;
- 5.49.6 not be under investigation, or convicted or otherwise sanctioned for:
  - a. a doping offence (whether or not they have served the sanction imposed on them); or,
  - b. any other offence or breach of any rules of World Athletics, an Area Association or a Member Federation (whether or not they have served the sanction imposed on them); or,
  - c. an offence under any applicable laws punishable by a term of imprisonment of two (2) years or more (unless the person has served the sanction imposed on them); and,
  - d. be Eligible under the Constitution as determined by the Vetting Panel (under the Vetting Rules). The assessment of eligibility under the Vetting Rules will be taken before the election (under Rule 5.49.1) or appointment by Council (under Rule 5.50).

#### 5.50 Elected Athletes' Commission Members

- 5.50.1 The elections for Elected Athletes' Commission Members shall take place during the World Athletics Championships held every second year, with six (6) persons elected as Elected Athletes' Commission Members at each World Athletics Championships.
- 5.50.2 The procedure for the elections, including the nomination and election process is set out in Schedule 3 of the Candidacy Rules.
- 5.50.3 By no later than two (2) months prior to each election, the Chief Executive will issue a timetable to all Member Federations with dates for the following:
  - a. submission of nominations for Elected Athletes' Commission Members and, if applicable, Appointed Athletes' Commission Members;
  - b. completion of vetting by each candidate;
  - c. the Athletes' Commission election during the World Athletics Championships; and
  - d. the dates by which the Elected Athletes' Commission Members, Appointed Athletes' Commission Members (when applicable) and the proposed Chairperson of the Athletes' Commission, will be considered by Council.
- 5.50.4 Prior to the election, by the date specified by World Athletics, each candidate must be vetted by the Vetting Panel under the Vetting Rules and approved as eligible.

- 5.50.5 Council shall decide whether or not to confirm the appointment of each of the Elected Athletes' Commission Members as soon as possible and by no later than 31 December following the election. Council may, in its absolute discretion, decide not to confirm a person who has been elected as an Elected Athletes' Commission Member if in Council's opinion there are exceptional circumstances warranting such decision. If this occurs, a vacancy will be created and filled by the process set out in Rule 5.53.
- 5.51 **Appointed Members:** In addition to the Elected Athletes' Commission Members, Council may appoint up to six (6) persons to be Appointed Athletes' Commission Members once every four years by the following process:
- 5.51.1 At least two (2) months prior to every second World Athletics Championships, Council may call for nominations from Member Federations for up to six (6) Appointed Athletes' Commission Members.
- 5.51.2 Member Federations may nominate one (1) person (who is eligible under Rule 5.48), in the format and by the date specified by World Athletics;
- 5.51.3 All nominees must be vetted by the Vetting Panel under the Vetting Rules and approved as eligible by the Vetting Panel prior to submission of a nomination;
- 5.51.4 Within one (1) month of the election of the Elected Athletes' Commission Members under rule 5.49 and before the next Council meeting following the confirmation of the appointment of each Elected Athletes' Commission Member, Council shall appoint a subcommittee (including the President) to consider the nominations received.
- 5.51.5 This subcommittee shall make recommendations to Council for Appointed Athletes' Commission Members. Council shall decide whether to confirm the appointment of each of the recommended Appointed Athletes' Commission Members by no later than 31 December in the same year as the election of the Elected Athletes' Commission Members.
- 5.51.6 In deciding both the number of Appointed Athletes' Commission Member positions available (in Rule 5.50.1), and the persons to appoint, Council must take into account the requirement for at least two (2) Athletes' Commission Members of each gender, and the desire for a balance of Athletes' Commission Members from different Areas, athletics disciplines and the person's skills/expertise and availability to be on the Athletes' Commission.
- 5.52 **Term:** Subject to Rule 5.51.4, the term of office for members of the Athletes' Commission is approximately four years as follows:
- 5.52.1 commencing on their appointment by Council (under Rules 5.49.5 and 5.50.5); and,
- 5.52.2 subject to Rule 5.52 (resignation and removal), expiring four (4) years later on the appointment by Council of the next group of Athletes' Commission Members.
- 5.52.3 A member of the Athletes' Commission who is and remains eligible (under Rule 5.48) may be re-elected or re-appointed for further subsequent and

consecutive terms of office up to a maximum of three (3) terms in accordance with the process set out in Rules 5.49 and 5.50.

5.52.4 Members of the Athletes' Commission elected or appointed prior to the 2019 World Athletics Championships, whose terms of office are due to expire on 31 December 2019 or 31 December 2021 respectively, shall end their term of office upon the approval by Council of the newly Elected Athletes' Commission Members and the Appointed Athletes' Commission Members (under Rules 5.49.5 and 5.50.5) following the World Athletics Championships held in 2019 and 2021 respectively.

#### 5.53 Resignation and Removal

5.53.1 A member of the Athletes' Commission may resign prior to the expiry of their term of office by giving not less than one (1) months' notice in writing to the Athletes' Commission Chairperson, Deputy Chairperson and the President.

5.53.2 An Athletes' Commission Member may be removed from the Athletes' Commission prior to the expiry of their term of office, by decision of the Council (having first afforded the Commission member natural justice) on the recommendation of the Athletes' Commission Chairman to the President, for:

- a. breach of these Rules or any other Rules and Regulations; or
- b. any other act or conduct that, in the opinion of Council, brings the Athletes' Commission or the into disrepute.

5.53.3 In addition, an Athletes' Commission Member shall be deemed to have vacated their position if, during their term, they:

- a. die; or
- b. are absent from two (2) or more meetings of the Athletes' Commission without prior approval of the Chairperson.

#### 5.54 Changes and Vacancies

5.54.1 If any position (whether an Elected Athletes' Commission Member or an Appointed Athletes' Commission Member) on the Athletes' Commission is vacant, whether by resignation, removal or otherwise at any time, the Council may (on the recommendation of the Athletes' Commission Chairperson and Deputy Chairperson and the President) appoint a replacement member (who is eligible under Rule 5.48) for the balance of the term of office of the vacated position.

5.54.2 If the vacant position is an Elected Athletes' Commission Member, Council may appoint the candidate who received the next highest number of votes for election to the Athletes' Commission in the last election (held under Rule 5.49.1).

#### 5.55 Chairperson and Deputy Chairperson

- 5.55.1 The Athletes' Commission shall recommend to Council, two (2) of its members to be the Chairperson and a Deputy Chairperson. Both positions shall be recommended for appointment at the same time.
- 5.55.2 The role of the Chairperson (or the Deputy Chairperson in the Chairperson's absence or if requested by the Chairperson) is to lead and be the spokesperson for the Athletes' Commission. The Chairperson has the following responsibilities:
- a. chair and prepare the agenda/papers for all meetings of the Athletes' Commission;
  - b. be the spokesperson for the Athletes' Commission including to the media, subject to the terms of reference;
  - c. liaise with the President and Chief Executive Officer as required or requested;
  - d. prepare and present reports to Council;
  - e. attend meetings of the Council and any other Commissions or Working Groups as requested by the President or Council;
  - f. be the World Athletics athlete representative at any forums, groups or presentations as requested by the President or the Chief Executive Officer;
  - g. regularly communicate with the members of the Athletes' Commission and other athletes and persons in order to identify issues for the Athletes' Commission to consider; and,
  - h. any other specific responsible as required by the Chief Executive Officer, the President or Council that are within the scope of the role and responsibilities of the Athletes' Commission (set out in its terms of reference).
- 5.55.3 Only current Elected Athletes' Commission Members are eligible to be the Chairperson and Deputy Chairperson.
- 5.55.4 The recommended Chairperson and Deputy Chairperson shall be elected at the first meeting of the Athletes' Commission held following Council's confirmation of their appointment after each World Athletics Championships. The quorum and other procedures for this meeting shall be as specified in the terms of reference.
- 5.55.5 Elected Athletes' Commission Members wishing to seek election for the Chairperson or Deputy Chairperson shall submit their nomination in the format and by the date specified by World Athletics. An Elected Athletes' Commission Member may seek nomination in one or both positions in the alternative.
- 5.55.6 Those seeking nomination may make a short (3 minute) presentation to the other members of the Athletes' Commission at a meeting of the Athletes' Commission on their suitability for the position/s being sought. Other than this presentation, candidates may not produce or issue any document,

materials or publicly seek support for their candidacy. Such support must be limited to discussions between the members.

5.55.7 The election shall be undertaken by secret ballot in which all Athletes' Commission Members present at the meeting are entitled to vote, including those seeking appointment, as follows:

- a. The position of Chairperson will be voted on first. The candidate with the highest number of votes for that position shall be elected provided that they receive an absolute majority (50% plus 1) of the votes cast in their favour. The outcome of the vote will be announced to the Commission by the scrutineers.
- b. The position of Deputy Chairperson will be voted on second. If the candidate elected as Chairperson also submitted a candidacy for Deputy Chairperson they shall be withdrawn from that vote, before the position of Deputy Chairperson is voted on. The candidate with the highest number of votes in the vote for Deputy Chairperson shall be elected provided that they receive an absolute majority of the votes cast in their favour.
- c. If no candidate receives an absolute majority in the vote for either position, the lowest polling nominee in that vote, shall be withdrawn from the ballot, and the vote for that position undertaken again. This procedure is to be repeated until such time as a candidate receives an absolute majority of the votes cast in their favour for the applicable position.
- d. No proxy votes are permitted.
- e. Any abstentions or invalid votes shall not be counted.
- f. World Athletics shall supply three (3) persons who are independent of the Athletes' Commission and not from the same country as any nominee, to be the scrutineers for the election. They shall conduct the election, decide if votes are valid, count the votes and inform the meeting of the outcome.

5.55.8 Following the election, Council shall, as soon as practicable, decide whether or not to confirm the appointments of the Chairperson and Deputy Chairperson. Council may, in its absolute discretion, decide not to confirm a person who has been elected as Chairperson and Deputy Chairperson, if in Council's opinion there are exceptional circumstances warranting such decision. If this occurs another election shall be held for that position in accordance with the process set out in Rule 5.54.7 with the Athletes' Commission Member who had been elected in a position removed from the ballot for that position.

5.55.9 The term of office for the Chairperson and Deputy Chairperson is approximately two (2) years commencing on their approval by Council to that position, and ending two (2) years later, subject to Rule 5.54.10, and as long as they remain a current member of the Commission. An Elected Athletes' Commission Member may be re-elected for further terms of office as the Chairperson or Deputy Chairperson up to a maximum of three (3) terms of office.

5.55.10 The Chairperson and Deputy Chairperson may each be removed from their position as such, prior to the expiry of their term of office, by:

- a. resignation; or,
- b. decision of Council, in its absolute discretion; or
- c. decision of the Athletes' Commission to remove the member, which shall require a two-thirds (2/3rds) majority of the members of the Athletes' Commission who are present at a meeting called for that purpose (by at least six (6) members of the Commission); or
- d. resignation or removal from the Athletes' Commission under Rule 5.52.

5.55.11 The resignation or removal of a Chairperson or Deputy Chairperson from either position does not affect their membership of the Athletes' Commission, unless their term of office expires or Rule 5.54.10 applies. If the Chairperson and Deputy Chairperson resigns or is removed from the Athletes' Commission, they may not continue in that position from the date that resignation or removal is effective.

## **6. Nominations Panel**

6.1 This Rule 6 sets out the following rules applicable to the Nominations Panel:

- 6.1.1 Role and Responsibilities;
- 6.1.2 Relevant Factors for Considering Appointments;
- 6.1.3 Timeframes for Appointments;
- 6.1.4 Composition of Nominations Panel; and,
- 6.1.5 Meeting Procedures.

6.2 Under the Constitution, the members of the following Independent Bodies are appointed by Congress on the recommendation of Council:

- 6.2.1 Vetting Panel (Article 27.1(h)); and,
- 6.2.2 Disciplinary Tribunal (Article 27.1(g)).

6.3 In addition Council is empowered to appoint the members of the Screening Panel (Article 67.6), the Commissions and the Working Groups (Articles 47.2(n) and (o)) and under the Candidacy Rules, the Election Oversight Panel.

6.4 To ensure objectivity and the relevant expertise in making these recommendations, there will be a Nominations Panel established by Council.

## **Role and Responsibilities**

### **6.5 Role**

The role of the Nominations Panel is to identify, recruit, assess and make recommendations to Council for the appointment (or removal) of members on the following World Athletics bodies:

- 6.5.1 Screening Panel;
- 6.5.2 Vetting Panel;
- 6.5.3 Disciplinary Tribunal;
- 6.5.4 Election Oversight Panel; and,
- 6.5.5 the bodies set out in Rule 6.9 to which Council members are appointed.

(referred to as the "relevant body" in these Rules).

### **6.6 Responsibilities**

The Nominations Panel shall undertake its responsibilities in Rule 6.5.1 (excluding Rule 6.5.5) independently of Council and shall be responsible for:

- 6.6.1 identifying the skills, expertise, and experience which may be necessary for the vacant positions on the relevant body;
- 6.6.2 identifying and inviting suitable candidates to apply to be a member of the relevant body;
- 6.6.3 publicly advertising, and notifying all Member Federations and Area Associations, of the vacancies including position descriptions for the relevant bodies;
- 6.6.4 receiving and assessing applications from candidates to the relevant bodies, by reference to the relevant factors in Rule 6.7, including undertaking such enquiries and holding interviews and meetings as it sees fit;
- 6.6.5 within the timeframes specified in Rule 6.8, recommending to Council the persons it recommends best suit the position(s) for the relevant bodies; and,
- 6.6.6 recommending to Council the removal of a member from office on a relevant body in accordance with the applicable Rule or if there is no applicable rule, then following a process in which the member who is proposed to be removed, is afforded natural justice before a decision is made by Council.

### **6.7 Relevant Factors for Considering Appointments**

- 6.7.1 Subject to Rule 5 (Commissions and Working Groups), in recommending to Council persons for the bodies in Rule 6.5.1 to Rule 6.5.4, the Nominations Panel shall recommend persons based on merit and in so doing shall take into account the following factors about the applicant and the other members of the relevant body:



- a. significant prior experience in the nature of the work or subject matter undertaken by the relevant body role;
- b. knowledge of, and experience in, Athletics;
- c. occupational skills, abilities, and experience including the specific skills and experience in the subject matter of the relevant body;
- d. knowledge of, and experience in, community, sports or not for profit organisations generally;
- e. a balance in the gender of members (usually a minimum of 30% of each gender);
- f. geographical spread, with no more than one (1) person from the same country on any relevant body, except on an exceptional basis;
- g. the need to minimise conflicts of interest;
- h. the ability to contribute independent and diverse views;
- i. the need for a range of skills, experiences, and backgrounds on the relevant body.

## 6.8 Timeframes for Appointments

The Nominations Panel shall undertake its responsibilities and provide recommendations to Council of the persons it proposes for the relevant bodies in Rule 6.5.1 to 6.5.4 by the following dates:

- 6.8.1 persons recommended for the Vetting Panel and Disciplinary Panel to be submitted to Council by no later than March in the year of an Election Congress, so that Council can circulate its recommendations to Congress by July in the year of an Election Congress;
- 6.8.2 persons recommended for the Screening Panel to be submitted to Council by no later than March in the year of an Election Congress, for its approval;
- 6.8.3 persons recommended for the Commissions to be submitted to Council within six (6) months after each Election Congress;
- 6.8.4 persons recommended for the Election Oversight Panel to be submitted to Council by no later than twelve (12) months prior to an Election Congress so that Council can circulate its recommendations to Congress by July in the year of an Election Congress, (except the inaugural Election Oversight Panel which shall be appointed by Council in accordance with the Candidacy Rules);
- 6.8.5 where a vacancy arises (for whatever reason) during the term of office of any member of a relevant body, the person recommended to fill the vacancy to be submitted to Council within the time period specified by Council.

## 6.9 Council Members on Independent Bodies

6.9.1 In addition to its responsibilities under Rule 6.5 to 6.8, the Nominations Panel shall also have a role in assessing and recommending the Council Members to be appointed by Council to the following Independent Bodies:

- a. the Integrity Unit Board;
- b. the Integrity Unit Board Appointments Panel; and,
- c. the Executive Board Appointments Panel.

6.9.2 The procedure for the Nominations Panel in assessing and recommendation Council Members for these bodies shall be in accordance with Rule 3.5.7.

## 6.10 Composition of Nominations Panel

6.10.1 The Nominations Panel shall comprise the following five (5) people:

- a. the President (or the Senior Vice-President or another Council Member, as decided by the President);
- b. four (4) other persons, appointed by Council, of whom:
  - (i) two (2) persons shall have experience in Athletics; and,
  - (ii) two (2) persons shall have relevant experience in appointment processes (such as human resources or recruitment),

provided that none of the four (4) persons shall be Council Members, or current Officials, Member Federation Officials or Area Association Officials, and all must be independent of World Athletics.

6.10.2 Nothing in these Rules prevents any or more of the independent members on the Nominations Panel from also being an independent member of the Integrity Unit Appointments Panel (under Article 74.2(b)) and/or an independent member of the Executive Board Appointments Panel (under Article 60.2(c)) at the same time.

6.11 **Eligibility:** All members of the Nominations Panel shall be Eligible in accordance with Article 65 (Eligibility).

6.12 **Convenor:** The convenor of the Nominations Panel shall be one of the independent persons described in Rule 6.10.1(b) as decided by Council.

## 6.13 Term of Office of Nominations Panel

6.13.1 Except for the inaugural Nominations Panel (specified in Rule 6.13.3), Council shall appoint the four (4) members of the Nominations Panel within three (3) months of each Election Congress meeting.

6.13.2 Once appointed, the members of the Nominations Panel shall remain in office until the conclusion of the next Election Congress meeting and may be reappointed for up to a maximum of three terms of office. This Article is

subject to these members continuing to be Eligible in accordance with Article 65.

- 6.13.3 The inaugural Nominations Panel shall be appointed by Council by no later than 31 March 2019.

### Meeting Procedures

- 6.14 **Meetings:** The Nominations Panel shall meet as and when required and in such manner as it thinks fit, including by teleconference.
- 6.15 **Quorum:** The quorum for a meeting or decision of the Nominations Panel shall be three (3) members.
- 6.16 **Decisions:** Decisions of the Nominations Panel of the applicants to be recommended to a relevant body shall be by Simple Majority.
- 6.17 Conflicts and Confidentiality
- 6.17.1 All information received by the Nominations Panel, and its deliberations, shall be kept confidential except to the extent required by law.
- 6.17.2 Any member of the Nominations Panel who considers they may have a potential conflict of interest in considering the appointment or otherwise of any applicant, shall declare that potential conflict to the convenor and if the convenor considers it appropriate to do so, they may require that member to vacate their position on the Nominations Panel for that appointment.
- 6.17.3 If the convenor considers they may have a potential conflict of interest, they shall notify the President and if they consider it appropriate to do so, they may require the convenor to vacate their position on the Nominations Panel.
- 6.18 **Vacancies on Nominations Panel:** Any vacancy that arises in the membership of the Nominations Panel, whether due to a conflict of interest, resignation, or removal from the position it shall be filled by appointment of Council, unless it is the President, in which case the Senior-Vice President shall be on the Nominations Panel.
- 6.19 **Removal:** Council may remove any member of the Nominations Panel prior to the expiry of their term of office, if Council considers, in its sole discretion, that:
- 6.19.1 a member has a conflict of interest which has not been satisfactorily resolved by the convenor or the President to the Council's satisfaction;
- 6.19.2 there are circumstances which may give rise to a question of actual or apparent bias in the Nominations Panel's composition and/or process;
- 6.19.3 a member is no longer Eligible in accordance with Article 65.2 (Eligibility).
- Any removal of a member from the Nominations Panel under this Rule shall be recorded in the Annual Council Report (Article 79).
- 6.20 **Procedure:** Before removing any member from the Nominations Panel, Council shall notify the member of its proposal to remove them and give the member and the other members of the Nominations Panel the opportunity to make submissions on the proposed removal.

## **7. Audits**

### **Overview**

7.1 This Rule 7 sets out the following rules applicable to audits:

7.1.1 Scope of the audits;

7.1.2 Auditors; and,

7.1.3 Reporting of audits.

### **Scope of Audits**

7.2 There are three (3) audits to be undertaken annually in respect of each Financial Year, and reported to the Member Federations and Area Associations, under the Constitution:

7.2.1 an audit of the Financial Statements of World Athletics under Article 79.2 ("Financial Audit");

7.2.2 an audit of compliance by World Athletics with its governance and ethical compliance obligations as set out in the Constitution, the Rules and Regulations, under Article 79.3(a) ("Governance Audit"); and,

7.2.3 an audit of compliance by World Athletics with its anti-doping and integrity programme including the Athletics Integrity Unit as set out in this Constitution, the Rules and Regulations, under Article 79.3(b) ("Integrity Audit").

7.3 Financial Audit

7.3.1 The scope of the Financial Audit is to audit the annual accounts of World Athletics against International Standards on Auditing or any other standard as required by the applicable law or as decided by the Executive Board (on the recommendation of the Audit, Risk and Finance Committee).

7.4 Governance Audit

7.4.1 The Governance Audit is not an audit against any external standard or governance /ethics benchmark but is an audit to assess compliance or otherwise by World Athletics its Constitution, Rules and Regulations on governance and ethical matters.

7.4.2 In particular the Governance Audit will include auditing compliance with the applicable Rules and Regulations for the following:

- a. Congress;
- b. Council;
- c. Executive Board (including Executive Board Appointments Panel);
- d. Commissions and Working Groups;
- e. President/Vice-Presidents/Chief Executive Officer;

- f. Nominations Panel;
- g. Election Oversight Panel;
- h. Vetting Panel and Screening Panel;
- i. Conflicts, Disclosures and Gift Rules;
- j. Rules of Congress.

## 7.5 Integrity Audit

7.5.1 Except to the extent specified below, the Integrity Audit is not an audit against any external standard or integrity benchmark but is an audit of World Athletics' anti-doping and integrity programme including the Athletics Integrity Unit to assess compliance or otherwise by it against its Constitution, Rules and Regulations.

7.5.2 In particular the Integrity Audit will include auditing compliance with the applicable Rules and Regulations for the following:

- a. Athletics Integrity Unit Board;
- b. Anti-Doping and Integrity Review Panels;
- c. Athletics Integrity Unit Board Chairperson/Head of Integrity;
- d. anti-doping programme compliance with the Rules, including the Integrity Code of Conduct (which includes compliance with the WADA Code, education, testing and investigations, results management and prosecutions); and,
- e. integrity programme (including education, investigations, and prosecutions).

7.6 The specific nature and cost of each of the audits shall be agreed between the Executive Board and the Auditors.

### **Auditors**

7.7 The auditor for each of the audits must be suitably qualified and experienced and independent of World Athletics. In particular:

7.7.1 The auditor for the Financial Audit, shall be a practising chartered accountant;

7.7.2 The auditor for the Governance Audit, shall have experience in auditing governance;

7.7.3 The auditor for the Integrity Audit, shall have experience in auditing procedures such as ISO accreditation or similar and if necessary there may be an additional auditor appointed to audit the anti-doping programme.

7.8 Nothing in these Rules prevents persons or firms from being the auditor for two (2) or more of the audits, if they meet the requirements in Rule 7.7.

- 7.9 The auditors are to be appointed by Congress on the recommendation of the Executive Board (Article 27.2m) in accordance with the following process:
- 7.9.1 The Executive Board shall prior to every second Ordinary Congress call, on an open basis, for tenders or expressions of interest for auditors;
  - 7.9.2 The tenders shall be assessed taking into account such matters as the Executive Board consider fit including, cost, service, reputation and any prior auditing undertaken for World Athletics, Area Associations or Member Federations;
  - 7.9.3 The Executive Board shall make a recommendation to Congress of the auditors for the following Financial Year by no later than three (3) months prior to the relevant Congress.

## **Reporting**

- 7.10 The auditor of each audit shall prepare and submit a final written report for each audit to the Executive Board by no later than 30 June in the year following the Financial Year of the Audit.
- 7.11 The audit reports shall be:
- 7.11.1 included in the Annual Council Report for the preceding Financial Year to Member Federations and Area Associations for circulation to Member Federations and Area Associations by no later than 31 July in the year between Ordinary meetings of Congress (Articles 79.4(e) & (Article 79.5(b)); and
  - 7.11.2 be publicly available on the Website (Article 79.5(c)).
- 7.12 The auditor for each audit report shall attend the Congress and present the audit reports for the previous two (2) Financial Years to Congress for approval.

## **8. Transparency Standards**

### **Overview**

- 8.1 This Rule 8 sets out the Transparency Standards applicable to World Athletics in accordance with Article 80.1.

### **Publicly Available Information**

- 8.2 Subject to Rule 8.4 (privacy and commercially sensitive), as a minimum the following information shall be publicly available on the Website:
- 8.2.1 The Constitution (including marked up versions identifying the differences from the previous version);
  - 8.2.2 All Rules and Regulations (including marked up versions identifying the differences from previous version);
  - 8.2.3 An organisation chart setting out the whole structure of World Athletics including Member Federations, Area Associations, Staff, Chief Executive Officer, President, Vice Presidents, Executive Board, Council, Commissions and Working Groups, the Independent Bodies and Congress;

- 8.2.4 An organisation chart of the Staff including profiles and photographs of the Chief Executive Officer and Directors;
- 8.2.5 Profiles, photographs, contact details at their Member Federation or Area Association (if applicable), and term of office dates for the President, Senior Vice President, Vice Presidents, Executive Board members, and Council Members;
- 8.2.6 Profiles, photographs and contact details at their Member Federation or Area Association (if applicable), of the Chairpersons of each Commission Working Groups, and the Independent Bodies together with the names and country of all other members;
- 8.2.7 A list of the Member Federations and Area Associations including name, position and contact information at the Member Federation or Area Association, for each of the President and Chief Executive Officer (or equivalent);
- 8.2.8 The current World Plan for Athletics (including previous plans);
- 8.2.9 The current Strategic Plan (including previous plans);
- 8.2.10 Annual Council Reports (including previous reports);
- 8.2.11 Annual Audited Financial Statements (including previous audited Financial Statements);
- 8.2.12 Annual Remuneration and allowances for Official positions including Staff who are in the following positions, subject to privacy or as otherwise required by law:
- a. members of the Executive Board, Council Members, Athletics Integrity Unit Board members, members of Commissions, members of Working Groups, Executive Board committees and members of all the Independent Bodies;
  - b. positions which report to the Executive Board, the Council or the Athletics Integrity Unit Board including the Chief Executive Officer and the Head of the Athletics Integrity Unit;
  - c. positions which report directly to the Chief Executive Officer or the Head of the Athletics Integrity Unit; and,
  - d. any other positions which are required by law to disclose annual remuneration and allowances,
- provided that** disclosure of remuneration and allowances of Staff in the positions described in (c) and (d) above, may be disclosed collectively by describing the remuneration range(s), or number of Staff within the remuneration range(s), or as otherwise specified in any remuneration policy decided by the Executive Board.
- 8.2.13 The following from each Congress meeting:
- a. the agenda;

- b. all papers, reports and presentations (including any recording);
- c. a summary of the decisions of the meeting; and
- d. the result of all votes (including elections).

8.2.14 The following from each Council meeting:

- a. the agenda;
- b. all reports and presentations other than those which are confidential or commercially sensitive;
- c. a summary of the decisions of the meeting;
- d. the result of all votes (for and against).

8.2.15 The following from each Commission and Working Group annually:

- a. the agendas of the meetings held;
- b. a summary of the decisions of the meetings held.

8.2.16 The Related Entities of World Athletics including the nature of World Athletics' interest in them.

## **Privacy**

8.3 In complying with these transparency standards, World Athletics will comply with all relevant privacy and data protection laws.

## **Confidential Information**

8.4 In complying with these transparency standards, the Chief Executive Officer may withhold the publication of any information if it is confidential or commercially sensitive.

## **9. Related Entities**

### **Overview**

9.1 This Rule 9 sets out general provisions applicable to World Athletics' dealings with its Related Entities.

### **Related Entities**

9.2 Under Article 47.2v, Council has the power and responsibility for establishing and monitoring the performance of such bodies or entities as it considers appropriate to further the Purposes of World Athletics and in which World Athletics has an interest, on the recommendation of the Executive Board (referred to as "Related Entities").

9.3 The Related Entities of World Athletics are those entities, businesses, corporations, partnerships or associations in which World Athletics (or any of its Related Entities) has an ownership interest, directly or indirectly (including an interest by way of power of appointment).



- 9.4 The Related Entities and World Athletics' interest in them are as follows, and as amended by Council, from time to time:
- 9.4.1 International Athletics Foundation (IAF), an association registered in the Principality of Monaco, which is responsible for charitably assisting World Athletics and the national governing bodies affiliated to it, to encourage and promote athletics throughout the world. World Athletics' interest is that the President or past president must be the President of the IAF. World Athletics is also the sole beneficiary of any surplus assets in the event the IAF is dissolved.
  - 9.4.2 Diamond League AG, a public limited company registered in Switzerland, responsible for running the Diamond League series, in which World Athletics owns 35.20% shares.
  - 9.4.3 World Athletics Productions Limited, a private company limited by shares registered in United Kingdom. Its shareholders are World Athletics Properties Limited and ITN Productions Athletics Limited (a wholly owned subsidiary of Independent Television New Limited), who each own 50% of the shares. This company is a joint venture for the production of World Athletics events
  - 9.4.4 World Athletics Properties Limited, a private company limited by shares registered in United Kingdom and is a wholly owned subsidiary of World Athletics. This holding company was established for various commercial ventures.

## 10. Breaches and Disputes

- 10.1 This Rule 10 sets out the procedure for any breach of these Rules and disputes.

### Breaches

- 10.2 Any breach of these Rules amounts to a breach of the Integrity Code of Conduct and will accordingly be subject to investigation and prosecution by the Athletics Integrity Unit under the Athletics Integrity Unit Reporting, Investigation and Prosecution Rules (Non-Doping) and possible enforcement proceedings under the Disciplinary Tribunal Rules.
- 10.3 The President, a Council Member, an Executive Board Member or the Chief Executive Officer may refer any potential breach of these Rules for investigation by the Athletics Integrity Unit under the Athletics Integrity Unit Reporting, Investigation and Prosecution Rules (Non-Doping) and possible proceedings for breach pursuant to the Disciplinary Tribunal Rules.

### Disputes

- 10.4 Any dispute arising between World Athletics and a Member, or an Applicable Person in connection with these Rules will be submitted to arbitration before the CAS, to the exclusion of any other court or forum. In particular, the validity, legality and/or proper interpretation or application of the Rules may only be challenged (a) by way of ordinary proceedings filed before the CAS; and/or (b) as part of an appeal to the CAS made pursuant to Rule 10.5 of these Rules.

- 10.5 An Applicable Person may appeal a final decision made by the Council under these Rules to the CAS, in accordance with this Rule, by filing a Statement of Appeal with the CAS and with World Athletics within thirty (30) days of the date of communication of the written reasons for the decision. World Athletics will be the respondent to the appeal.
- 10.6 The CAS will hear and determine the dispute or appeal definitively in accordance with the relevant provisions of the CAS Code of Sports-Related Arbitration, provided that in any appeal the athlete will have fifteen (15) days from the filing of the Statement of Appeal to file their Appeal Brief, and World Athletics will have thirty (30) days from its receipt of the Appeal Brief to file its Answer. The law governing the dispute or appeal will be the Constitution and the Rules, with the laws of Monaco applying subsidiarily. In the case of any conflict between any of the above instruments and the CAS Code then in force, the above instruments will take precedence. The proceedings before the CAS will be conducted in English, unless the parties agree otherwise. Pending determination of the dispute or appeal by the CAS, the Rules under challenge and/or the decision under appeal (as applicable) will remain in full force and effect unless the CAS orders otherwise.
- 10.7 The decision of the CAS determining the dispute or appeal will be final and binding on all parties. All parties waive irrevocably any right to any form of appeal, review or recourse by or in any court or judicial authority in respect of such decision, insofar as such waiver may be validly made.