

BY-LAWS OF PHILIPPINE FLOORBALL CLUBS ASSOCIATION, INC.

ARTICLE I MEETING

Section 1. Annual meetings - The annual meetings of the members of the Philippine Floorball Association (PFA) shall be held at a local place announced by the Board of Trustees within April of each year. The Board shall render their annual report to the members regarding the activities of the association. The election of Trustees shall also be held during this regular meeting.

Section 2. Special meetings - Special meetings of the members shall be called as the need thereof arises, by the Board of Trustees or the President or upon petition of 1/3 of the general membership.

Section 3. Notices - Notices of the time and place of annual, and special meetings of the members shall be given either personally, by special delivery mail, electronic mail, phone call, or SMS at least one (1) week before the date set for such meeting. The notice of every special meeting shall state briefly the purpose or purposes of the meeting.

Section 4. Quorum - A quorum for any meeting of the members shall consist of a majority of the members (50% + 1) and a majority of such quorum may decide any question at the meeting, except those matters where the Corporation Code requires the affirmative vote of a greater proportion.

Section 5. Order of Business - The order of business at the annual meeting of the members shall be as follows:

- a. Opening of the Annual meeting
- b. Approval of present Clubs and a quorum
- c. Approval of the Agenda
- d. Approval of the minutes of the previous Annual meeting
- e. Admission or expulsion of regular member Clubs
- f. Approval of the Board reports
- g. Approval of the financial report
- h. Decision on freedom of responsibility for the board
- i. Decision on membership fee
- j. Approval of the budget and working plan for the next year
- k. Election of the Trustees for a period of three years
- l. Appointment of a chartered auditor and a substitute for one year
- m. Other matters

Section 6. Voting Status - Each member is allowed to participate with two representatives authorized by the Club at the Annual meeting. A person can only represent one Club. Each regular member which has fulfilled its obligations to PFA is entitled to one vote at the Annual meeting.

Section 7. Elections and Decisions - Elections and decisions are voted by open ballot unless at least two of the present regular members apply for a secret ballot. Elections and decisions shall be taken by simple majority (50% + 1) of the quorum .

ARTICLE II TRUSTEES

Section 1. Board of Trustees - The corporate powers of the PFA shall be exercised, its business conducted and its property controlled by the Board of Trustees.

Section 2. Qualifications - The trustees to be elected must be of legal age and member of a regular member Club..

Section 3. Disqualification of Trustees or Officers - No members convicted by final judgment of an offense punishable by imprisonment for a period exceeding six (6) years, or a violation of the Corporation Code of the Philippines committed within five (5) years prior to the date of his election or appointment, shall qualify as a trustee or officer.

Section 4. Term of Office of Trustees - The trustees shall hold office for four years and until their successors are duly elected and qualified. The retiring trustees shall be eligible for re-election.

Section 5. Vacancies for Office of Trustees - Vacancies during the term of office shall be co-opted by the Board upon proposal by the member Club in question. If there are vacancies co-opted during the first two years, it has to be confirmed during the Annual meeting.

ARTICLE III OFFICERS

Section 1. Officers - The officers of the PFA shall be a President, a Vice-President, a Secretary, and a Treasurer. They shall be elected by the Board of Trustees from among themselves. The Board may combine compatible officers in a single person.

Section 2. Term of Office of Officers - All officers of the PFA shall hold office for four years and until their successors are duly elected and qualified.

ARTICLE IV FUNCTION & POWERS OF OFFICERS

Section 1. President - The President shall be the Chief Executive Officer of the association. He shall preside in all meetings of the members of the association.

He shall execute all resolutions of the Board of Trustees. He shall be charged with directing and overseeing the activities of the association. He shall submit to the Board as soon as possible after the close of each fiscal year, and to the members of each annual meeting, a complete report of the activities and operations of the association for the fiscal year under his term.

Section 2. Vice-President - The Vice-President, if qualified, shall exercise all powers and perform all duties of the President during the absence or incapacity of the latter and shall perform duties that maybe assigned by the Board of Trustees.

The Vice-President shall also handle Executive Committee management by communicating and overseeing committee heads appointed by the Board. Each committee will be responsible for various tasks aimed at promoting, improving and monitoring floorball in the Philippines.

Section 3. Secretary - The Secretary shall give all notices required by these by-laws and keep the minutes of all meetings of the members and of the Board of Trustees in a book kept for the purpose. He shall keep the seal of the association and affix such seal to any paper or instrument requiring the same. He shall have custody of the members register and the correspondence files of the association. He shall also perform all such other duties and work as the Board of Trustees may from time to time assign to him.

Section 4. Treasurer - The Treasurer shall have charge of the funds, receipts and disbursements of the association. He shall keep all moneys and other valuables of the association in such banks as the Board of Trustees may designate. He shall keep and have be charge of the books of accounts. He shall also perform such other duties and functions as may be assigned to him from

time to time by the Board of Trustees. He shall post a bond in such amount as may be fixed by the Board of Trustees.

ARTICLE V

EXECUTIVE COMMITTEE

Section 1. Executive Committee - The Executive Committees of the PFA, appointed by the Board are:

- a. Education and Development
- b. Technical and Refereeing
- c. Tournaments and National Team
- d. Marketing and Media

Section 2. Composition of the Committees - The Committees shall, in principle, be chaired by a member of the Board. The Board may decide otherwise. Based on proposals submitted by each Committee Chairman, the Board appoints the members of each Committee for a four-year term. The Board shall determine the number of members of each Committee.

Section 3. Obligations of the Chairman of a Committee - The Chairman shall represent his Committee. In consultation with the Board, the Chairman of a Committee set the dates of meetings, be responsible for the proper conduct of business and regularly report to the Board on the Committee's work. The Committees shall draw up guidelines for their work, which shall be approved by the Board.

ARTICLE VI

MEMBERS

Section 1. Membership within the PFA - Membership can be granted to all local Floorball Clubs in the country, so long as their aim is to promote and develop Floorball and participate in the activities organized by the PFA. Members of the PFA may not join any floorball organization in the Philippines..

Section 2. Types of Membership - the PFA differentiates between regular members, provisional members, and honorary members; each with distinct privileges, rights, and responsibilities.

Section 3. Application for Membership - A Club applying for membership shall complete and submit the PFA Membership Application Form. The application form shall contain:

- a. Name, logo, and address of the headquarters of the Club;
- b. Names, contact details, and addresses of the board members and/or officers of the Club;

- c. Names and personal information of members of the Club;
- d. Schedule and venue of practice of the Club.

A new member Club shall be accepted first as a provisional member before becoming a regular member.

Section 4. Qualifications for Provisional Membership - The qualifications of a Provisional member are as follows:

- a. The Club can be a team of any public or private institution (e.g., school, company, church, etc.);
- b. The Club should comprise of at least 12 members which may include the set of officers, coach, and players;
- c. The Club shall have regular meetings and trainings in efforts to better themselves in floorball and ultimately compete in an event sanctioned by the PFA;
- d. Provisional membership shall only be granted for two years. After a maximum of two years from becoming provisional member the Club will, automatically, become a regular member, after a decision taken at the Annual meeting, if the Club in question is fulfilling the Qualification for Regular Membership of Article V Section 5.

Section 5. Qualifications for Regular Membership - the acquisition of Regular membership shall be granted during the Annual meeting if the Club has fulfilled the following:

- a. The Club shall be a self ruled Floorball Club or a self ruled Floorball team in a public or private institution;
- b. The Club shall comprise of at least 20 members. Exceptions can only be granted by the Board;
- c. The Club shall have regular meetings and trainings in efforts to better themselves in floorball and ultimately compete in an event sanctioned by the PFA.

An application for Regular membership can also be submitted to the PFA according to Article V Section 3, earlier than the two years.

Section 6. Rights of Provisional Members - A Provisional member shall have the following rights:

- a. To participate at the Annual meeting without voting status, but with the right to put forward motions.
- b. To participate in the National and Regional Championships and Leagues sanctioned by the PFA with their Club team, if the requirements are fulfilled.
- c. To be allowed to participate in matches and tournaments sanctioned by the IFF, according to the IFF Competition Regulations.

Section 7. Rights of Regular Members - A Regular member shall have the following rights:

- a. To have full co-management of all the PFA activities within the limits of the competence given by the By-laws. All official members have the equal rights within the PFA.
- b. To participate at the Annual meeting with voting status and with the right to put forward motions.
- c. If a new regulation that has been published is opposed (within 30 days notice), a 1/3 of the members can claim the approval of it during the Annual meeting.
- d. To participate in the National and Regional Championships and Leagues sanctioned by the PFA with their Club team, if the requirements are fulfilled.
- e. To be allowed to participate in matches and tournaments sanctioned by the IFF, according to the IFF Competition Regulations.

Section 8. Duties and Responsibilities of the Members - A member shall have the following duties and responsibilities;

- a. To obey and comply with the by-laws, rules and regulations that may be promulgated by the PFA from time to time;
- b. To attend all meetings that may be called by the Board of Trustees;
- c. To omit any activities that could be detrimental to the interests and the status of the PFA and to brief their own members on them;
- d. To pay membership dues and other assessments of the PFA.

ARTICLE VII

SUSPENSION, EXPULSION AND TERMINATION OF MEMBERSHIP

Suspension , expulsion and termination of membership, shall be in accordance with the rules and regulations of the association

Any member of the PFA may file charges against a member by filing a written complaint with the Secretary of the PFA. The Board of Trustees shall call a special meeting to consider the charges. The affirmative vote of majority of all the trustees shall be necessary to suspend a member; Provided that where the penalty is expulsion, the affirmative vote of majority of all the members of the PFA shall be necessary.

ARTICLE VIII

FUND

Section 1. Funds - The funds of the PFA shall be derived from admission fees, annual dues and special assessments of members, gifts, or donations.

Section 2. Disbursements - Withdrawal from the funds of the association, whether by check or any other instrument shall be signed by the Treasurer and countersigned by the President. If necessary, the Board of Trustees may designate other signatories.

Section 3. Fiscal Year - The fiscal year of the association shall be from April 01 to March 31 of the following year.

ARTICLE IX CORPORATE SEAL

Section 1. Form - The corporate seal of the association shall be in such form and design as may be determined by the Board.

ARTICLE X
AMENDMENTS OF THE BY-LAWS

Section 1. Amendments - These by-laws , or any provision thereof, may be amended, repealed or new by-laws adopted by a majority vote of the members and by a majority vote of the Trustees at any regular or special meeting duly held for the purpose.

Adopted this 7th day of March 2014 in Quezon City by the affirmative vote of the undersigned members representing a majority of the members of the association in a special meeting duly held for the purpose.

Name	Signature
LUIS III H. MANILA	_____
MARCO ANGELO E. ORTIZ	_____
JOSHUA JERAHMEEL FERNANDO C. PAUNIL	_____
MICAELA VIRGINIA G. RAMOS	_____
RALPH ANDREW A. RAMOS	_____
MICHAEL C. VILLANUEVA	_____