



## **GOVERNANCE RULES**

*(Approved by Council on 13 July 2022 and effective from 25 July 2022)*



## 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.

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

**“Article(s)”** references to Article(s) are to Articles(s) in the Constitution.

**“Athletes’ Commission”** means the Commission described in Rule 5.5.4.

**“Audit 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 audit 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 5.5.1.

**“Compliance and Risk Officer”** means the person appointed by World Athletics from time to time (or their equivalent) 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 and any person deputising for that individual.

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

**“Development Commission”** means the Commission described in Rule 5.5.2.

**“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.

**“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 Audit”** means the audit of the Financial Statements of World Athletics under Article 79.2 of the Constitution.

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

**“Governance Audit”** means the audit required under Article 79.3(a) of the Constitution.

**“Governance Commission”** means the Commission described in Rule 5.5.3.

**“Independent Body”** means any of the following bodies of World Athletics, 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);
- (e) the Integrity Unit Board Appointments Panel;
- (f) the Executive Board Appointments Panel;
- (g) the Disciplinary Tribunal, including its secretariat.

**“Integrity Audit”** means the audit required under Article 79.3(b) of the Constitution.

**“Integrity Unit Board”** means the Athletics Integrity Unit Board described in Article 73 of the Constitution.

**“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.

**“Remuneration Committee”** means the committee of the Executive Board which is responsible for advising the Executive Board on remuneration matters as delegated by the Executive Board.

**“Risk Committee”** means the committee of the Executive Board which is responsible for advising the Executive Board on risks faced by World Athletics.

**“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 67.5 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 expand on matters relating to the governance of World Athletics, to the extent those matters are not already stated in the Constitution

## **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**

### **Induction and Agreement**

- 3.1 Article 41 sets out provisions relating to the membership of the Council. As soon as reasonably practical after each Election Congress, the Chief Executive Officer shall arrange for any new Council Member to undergo an induction as a Council Member. This process will include familiarising each Council Member with their role, duties and responsibilities, the Rules and Regulations, the World Plan, the Strategic Plan and budget, and the current issues before Council.
- 3.2 Following the induction, all Council Members will be required to sign a 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**

- 3.3 Council shall decide the process by which it will carry out its responsibilities. The specific procedures set out in Rule 3.3.1 to 3.3.7 shall apply to certain responsibilities of Council listed below:

#### **3.3.1 World Plan for Athletics**

- a. The World Plan for Athletics (Article 85) 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. The World Plan for Athletics will cover a period decided by Council but will usually be either eight (8) or twelve (12) years pursuant to Article 47.2(b). It must be presented for approval at the Ordinary Congress held in the year following every second Election Congress.
- c. Council shall consult with the Member Federations and Area Associations in the development of the World Plan for Athletics.

#### **3.3.2 Strategic Plan**

- a. The Strategic Plan will usually cover a period of four (4) years between each Election Congress.

- b. The Executive Board will develop a proposed Strategic Plan in accordance with the process set out in Rule 4.7.1 of these Rules and submit it to Council for approval prior to its commencement pursuant to Article 47.2(c).
- c. The Executive Board, through the Chief Executive Officer, is responsible for implementing the Strategic Plan.

### 3.3.3 Rule-Making Process

- a. Subject to the Constitution, Council shall decide on the matters to be incorporated into Rules or Regulations (Article 47.2(d)).
- b. If time allows, Council should be asked to approve new principles or proposals which materially change an existing Rule or Regulation before the Rules and Regulations themselves are presented to Council for approval.
- c. 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 Compliance and Risk 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.

- 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, should if practicable review the Rule or Regulation. Any views and recommendations on the Rule or Regulation shall be reported to Council.
- e. Finally, the Governance Commission should review all Rules and Regulations before they are submitted to Council for final approval. Their views and recommendations on the Rules and Regulations should be reported to Council.

- f. The process described in Rule 3.3.3(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.

#### 3.3.4 Budget

- a. Council shall not make decisions which will require expenditure of World Athletics outside of the approved budget unless with the prior approval of the Executive Board in accordance with Rule 4.7.2.

#### 3.3.5 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 (Article 55.5)..
- b. The President may indicate their preference for the Senior Vice-President to Council prior to the election.
- c. Subject to Rule 3.3.5(e), each Council Member including each Vice-Presidents is entitled to cast a vote for the Senior Vice-President position. Voting shall be undertaken by secret ballot.
- d. The highest polling Vice-President in the Council vote shall be the Senior Vice-President.
- e. 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.

#### 3.3.6 Appointment of Council Members to Bodies

- a. The process for appointing a Council Member to each of the Integrity Unit Board, the Integrity Unit Board Appointments Panel or the Executive Board Appointments Panel 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 sexes 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.

### 3.3.7 Appointment of International Officials

- a. International Officials shall be appointed by Council pursuant to Article 47.2(k) taking into account:
  - (i) their skills, expertise and prior experience in the role for which they are being considered for appointment;
  - (ii) the requirement for both sexes to be represented; and,
  - (iii) such other factors as considered relevant by the Competition Commission to appoint the best suited persons.
- b. 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 whom 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.
- c. 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

- 3.4 **Regulate Own Procedure:** Council may issue Standard Operating Procedures. In the absence of any specific rule or procedure, the President shall decide the meeting procedure.
- 3.5 **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 disclose it and comply with the Conflicts, Disclosures and Gift Rules.
- 3.6 **Confidentiality**
- 3.6.1 For the purposes of Article 47.1(k), "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.
- 3.6.2 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).
- 3.6.3 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 Article 47.1(k) shall still apply.

### Council Interface with Chief Executive Officer and Staff

3.7 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.

3.8 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:

3.8.1 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));

3.8.2 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.

3.9 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:

3.9.1 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;

3.9.2 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.

3.10 Nothing in Rules 3.8 or 3.9 prevents or is intended to limit in any way:

3.10.1 Council from making decisions which the Chief Executive Officer is directed to implement; and,

3.10.2 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**

- 3.11 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:
- 3.11.1 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;
- 3.11.2 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;
- 3.11.3 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;
- 3.11.4 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).
- 3.12 Nothing in Rule 3.11 prevents or is intended to limit in any way:
- 3.12.1 an Independent Body attending Council meetings or reporting to or making recommendations to Council; or,
- 3.12.2 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**

- 3.13 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.
- 3.14 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.
- 3.15 Council Members may make Public Statements about World Athletics and any of its work in the following circumstances:
- 3.15.1 where the Public Statements do not contain information which is confidential to World Athletics; and,

3.15.2 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,

3.15.3 where:

- a. the Council Member is the President;
- b. the Council Member is authorised 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 Statements are made in their capacity as an Area President.

#### **4. Executive Board**

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

###### **4.1 Separation of EB Appointments Panel**

The EB Appointments Panel, appointed pursuant to Article 60, shall operate separately from Council, Executive Board and Staff except to the extent that the Chief Executive Officer will ensure the 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.

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

4.2 In carrying out its responsibilities under Article 60.6(a) to (d) of the Constitution, the EB Appointments Panel shall also:

4.2.1 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; and

4.2.2 first consider the candidates endorsed by Member Federations and Area Associations in Rule 4.2.1, and if the skills, expertise and experience and relevant factors are not sufficient, to then consider the other candidates.

4.3 The (3) persons proposed to be appointed as Appointed EB Members, taking into consideration the relevant factors under Article 60.7, must be Eligible in accordance with the Vetting Rules and will be recommended by the EB Appointments Panel to the Ex-Officio EB Members for approval in accordance with the Constitution.

4.4 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 an Absolute Majority of Ex-Officio EB Members present.

- 4.5 In the event the Ex-Officio EB Members reject one or more of the persons recommended to be the Appointed EB Members, the 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 EB Appointments Panel considers there are no suitable candidates, in which case the Panel shall call for new nominations in accordance with Rule 4.2 with any necessary modifications as to timing. In the period during which this reassessment or repeated calls for candidates occurs, the Executive Board shall comprise the Ex-Officio EB Members and any persons who have been approved as Appointed EB Members.

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

- 4.6 Members of the Executive Board are appointed pursuant to Article 57. Executive Board Members shall undergo an induction which is the same as that provided for Council Members under Rule 3.1. Following the induction each Executive Board Member will be required to sign a 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.

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

- 4.7 Pursuant to Articles 56 to 59, 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:

#### **4.7.1 Strategic Plan**

The Strategic Plan must be developed by the Chief Executive Officer, reviewed by the Executive Board with input from the Council and approved by the Council prior to the date of the commencement of the Strategic Plan (or within any other timeframe approved by the Executive Board).

#### **4.7.2 Annual Plan and Budget**

- a. 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 and submitted to the Council for its information prior to the commencement of that Financial Year (or within any other timeframe approved by the Executive Board).
- b. 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.
- c. 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.

- d. The Executive Board shall monitor progress against the annual plan and budget.

#### 4.7.3 Major Transactions

- a. For the purposes of these Rules, a "major transaction" (Article 86) 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.
- b. 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 first be considered and recommended by the Executive Board's Audit and Finance Committee and its Risk Committee;
  - (ii) it must then be discussed and a proposed resolution put to the Executive Board at a meeting or for email approval;
  - (iii) all Executive Board members must be given as much notice in writing as is reasonably practical (given the nature of the major transaction and any time constraints) of the proposed resolution and any meeting called to consider it or email resolution to approve it;
  - (iv) there must be a quorum of six (6) EB Members (excluding the Chief Executive Officer) present at a meeting or responding to the email resolution; and,
  - (v) the vote by the Executive Board on the proposed resolution shall be carried only if it is approved by at least two thirds of those EB Members entitled to vote.

#### **Regulate Own Procedure**

- 4.8 The Executive Board may issue Standard Operating Procedures. In the absence of any specific rule or procedure, the President shall decide the meeting procedure.

#### **Confidentiality**

- 4.9 Rule 3.6 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 3.6.2 (where every reference to Council means Executive Board).

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

- 4.10 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.

- 4.11 Except for the purposes of obtaining information, Executive Board Members (acting in 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:
- 4.11.1 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,
- 4.11.2 where the Executive Board Member is delegated authority or otherwise authorised by the President or the Executive Board to do so.
- 4.12 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:
- 4.12.1 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;
- 4.12.2 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.
- 4.13 Nothing in Rules 4.11 or 4.12 prevents or is intended to limit in any way:
- 4.13.1 The Executive Board from making decisions which the Chief Executive Officer is directed to implement; and;
- 4.13.2 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**

- 4.14 The provisions of Rule 3.11 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**

- 4.15 Pursuant to Article 58.2(i) and subject to these Rules, the Executive Board shall approve terms of reference for each of its committees, setting out its:

- 4.15.1 composition;
- 4.15.2 specific role and responsibilities;
- 4.15.3 nature and limits of its delegated authority;
- 4.15.4 reporting requirements to the Executive Board.

- 4.16 The Executive Board shall establish the following permanent committees to carry out some of its roles and responsibilities set out below:

- 4.16.1 Audit and Finance Committee, or more than one committee: responsible for advising the Executive Board on any one or more of audit and finance matters;
- 4.16.2 Remuneration Committee: responsible for reviewing and advising the Executive Board on the remuneration of the Board and the Chief Executive;
- 4.16.3 Risk Committee: responsible for reviewing and advising the Executive Board on risks faced by World Athletics; and
- 4.16.4 any other Committee which the Executive Board wishes to establish to advise it on matters within the Executive Board's responsibilities.

- 4.17 The following rules apply to all committees of the Executive Board:

- 4.17.1 every committee must have at least two (2) members of the Executive Board;
- 4.17.2 generally, a committee shall not have more than five (5) members;
- 4.17.3 the Executive Board shall take into account the need for some independent members on the Audit and Finance Committee and the Risk Committee;
- 4.17.4 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;
- 4.17.5 the Executive Board shall appoint the chairperson of each committee, who must be an Executive Board Member;
- 4.17.6 where possible there should be a balance of sexes on each committee;
- 4.17.7 members should be appointed primarily for their expertise in the subject matter of the committee;
- 4.17.8 positions for members (other than EB Members) on all committees should be publicly advertised on the World Athletics Website and circulated to all Member Federations and Area Associations;

4.17.9 the chairperson of each committee must report on the activities of the committee at meetings of the Executive Board, as applicable, and at such other times as required by the Executive Board;

4.17.10 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**

4.18 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.

4.19 Executive Board Members may make Public Statements about World Athletics and any of its work in the following circumstances:

4.19.1 where the Public Statements do not contain information which is confidential to World Athletics; and,

4.19.2 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,

4.19.3 where:

- a. the Executive Board Member is the President;
- b. the Executive Board Member is authorised 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**

### **Authority**

5.1 Commissions and Working Groups established by the Council pursuant to Article 47.2(n) are advisory and have no authority to make decisions on behalf of Council or World Athletics. They are ultimately accountable to Council.

5.2 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.

5.3 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 5.42. Working Groups are ad hoc and established only for the period necessary to undertake a specific task or project.

- 5.4 In addition, pursuant to Article 47.2(o) of the Constitution, 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**

- 5.5 There shall be four (4) Commissions as follows:

5.5.1 Competition Commission;

5.5.2 Development Commission;

5.5.3 Governance Commission; and,

5.5.4 Athletes' Commission.

- 5.6 Additional Commissions may be established by Council, usually on the recommendation of the Governance Commission, by Council amending these Rules.

- 5.7 The role of each Commission is as follows, and as more specifically described in the terms of reference for each Commission:

5.7.1 Competition Commission: advising Council on the format, qualifications, programme and organisation of all International Competitions including new competitions and the Technical Rules of Athletics.

5.7.2 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.

5.7.3 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.

5.7.4 Athletes' Commission: advising Council on matters related to Athletics from the athletes' perspective.

- 5.8 The specific scope, procedure and authority of each Commission shall be set out in written terms of reference approved by Council.

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**

- 5.9 Rules 5.10 to 5.17 do not apply to the Athletes' Commission (see Rules 5.40 to 5.47).

- 5.10 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.

- 5.11 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 shall be appointed by Council on the recommendation of the President.

- 5.12 The primary criterion 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 criterion for appointment to each Commission, is that the Commission should preferably comprise of:
- 5.12.1 at least one (1) person from each Area;
  - 5.12.2 at least 30% of each sex; and,
  - 5.12.3 a member to represent the Athletes' Commission.
- 5.13 The procedure for the appointment of members (other than Council Members) to each Commission shall be as follows:
- 5.13.1 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.
  - 5.13.2 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.
  - 5.13.3 Nominations must be received by the Chief Executive Officer within one (1) month of the first Council meeting held after each Election Congress.
  - 5.13.4 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.
  - 5.13.5 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 5.12 of those nominees are insufficient for the relevant Commission, the Panel may consider nominees who are experts recommended by the Chief Executive Officer.
  - 5.13.6 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.
  - 5.13.7 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.
  - 5.13.8 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 5.12. Council

Members may, but need not, be recommended to be a Chairpersons of Commissions.

5.13.9 Council shall appoint the Chairperson and members of the Commissions by no later than six (6) months after each Election Congress.

5.13.10 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**

5.14 Members of each Commission shall commence their terms of office upon notification of their appointment by Council, and subject to Rules 5.15 to 5.17, 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 twelve (12) years.

5.15 A member of a Commission may resign prior to the expiry of their term of office by giving not less than one (1) month's notice in writing to the Commission Chairperson, President and the Chief Executive Officer.

5.16 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):

5.16.1 if they are no longer Eligible;

5.16.2 for breach of these Rules or any other Rules or Regulations; or,

5.16.3 for any other act or conduct that, in the opinion of Council, brings the Commission or World Athletics into disrepute.

5.17 In addition, a Commission Member shall be deemed to have vacated their position if, during their term, he or she:

5.17.1 dies; or,

5.17.2 is absent from two (2) or more meetings of the Commission without prior approval of the Commission Chairperson.

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

5.18 Working Groups may be established from time to time by Council on the recommendation of the President or the Chief Executive Officer for finite projects. Their terms of reference must be approved by the Council.

5.19 A Working Group shall have such number of members as is appropriate for the task or project being undertaken. The appointment of members of a Working Group shall be approved by the Council. In considering who to appoint, Council should consider how best to ensure diversity and balanced representation from different Areas and of different sexes. All members of a Working Group must be Eligible in accordance with the Vetting Rules. The President will be an ex-officio member of each Working Group.

- 5.20 The primary criterion 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 criterion for appointment specified in Rule 5.12 may also be considered. However this is not mandatory.
- 5.21 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. A member's appointment to a Working Group is subject to the member agreeing to the obligations, expectations and commitments set out in any letter of appointment.

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

- 5.22 Members of each Working Group shall commence their terms of office upon their appointment by Council, and subject to Rule 5.24, 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 5.24.
- 5.23 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 the relevant Commission or another Working Group being established.
- 5.24 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 5.15 to 5.17.

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

- 5.25 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.
- 5.26 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.
- 5.27 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.
- 5.28 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.
- 5.29 The tasks and outcomes sought from each Working Group will be set out in terms of reference approved by Council.
- 5.30 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.

- 5.31 Commissions should "meet" at least three (3) times each year - usually once in person and otherwise using technology (e.g. video or audio conferencing.). Working Groups should meet as often as required in person or using technology to achieve its agreed outcomes.
- 5.32 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**

- 5.33 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).
- 5.34 Commissions and Working Groups have no authority to incur any expense or bind World Athletics to any financial or other commitment.
- 5.35 Members of Commissions and Working Groups cannot engage in the media (in any forum) in relation to World Athletics' activities without the prior approval of the President or the Chief Executive Officer.
- 5.36 Members of Commissions and Working Groups will be paid fees and expenses in accordance with World Athletics policies.
- 5.37 Members of all Commissions and Working Groups are bound by the Constitution, Rules and Regulations of World Athletics, including the Integrity Code of Conduct.
- 5.38 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.
- 5.39 The Chairpersons of all the Commissions will, at a time and place decided by the Chief Executive Officer, meet at least once each year to discuss matters of commonality between the Commissions.

### **Athletes' Commission**

- 5.40 **Composition:** The Athletes' Commission shall comprise:
- 5.40.1 twelve (12) elected members, elected in accordance with Rule 5.42 of these Rules and approved by Council ("Elected Athletes' Commission Members"); and,
- 5.40.2 up to six (6) other members, appointed by Council in accordance with Rule 5.43 of these Rules "(Appointed Athletes' Commission Members");
- together referred to as "Athletes' Commission Members".

5.41 **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:

5.41.1 be a current member of a Member Federation (or a body affiliated to the Member Federation) in good standing;

5.41.2 be nominated by their Member Federation;

5.41.3 be at least eighteen (18) years old;

5.41.4 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;

5.41.5 be able to speak and understand English reasonably well;

5.41.6 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 5.42.1) or appointment by Council (under Rule 5.43).

5.42 Elected Athletes' Commission Members

5.42.1 The elections for Elected Athletes' Commission Members shall take place in accordance with Rule 6 and Appendix 3 of the Candidacy Rules.

5.42.2 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.

5.43 **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 and for the term described in Rule 5.44 below:

5.43.1 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.

- 5.43.2 Member Federations may nominate one (1) person (who is Eligible under Rule 5.41), in the format and by the date specified by World Athletics;
- 5.43.3 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;
- 5.43.4 Within one (1) month of the election of the Elected Athletes' Commission Members under Rule 5.42 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.
- 5.43.5 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.
- 5.43.6 In deciding both the number of Appointed Athletes' Commission Member positions available (in Rule 5.43.1), and the persons to appoint, Council must take into account the requirement for at least 30% of Athletes' Commission Members of each sex, 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.
- 5.44 **Term:** Subject to Rule 5.44.6, the term of office for members of the Athletes' Commission is approximately four (4) years as follows:
- 5.44.1 for Appointed Athletes Commission Members, commencing on their appointment by Council (under Rule 5.43.5); and,
- 5.44.2 subject to Rule 5.45 (resignation and removal), expiring four (4) years later on the appointment by Council of the next group of Athletes' Commission Members;
- 5.44.3 for Elected Athletes' Commission Members commencing from the conclusion of the World Athletics Championships at which their appointment is announced; and
- 5.44.4 subject to Rules 5.44.6 and 5.45, expiring four (4) years later at the conclusion of the World Championships held in that year.
- 5.44.5 A member of the Athletes' Commission who is and remains eligible (under Rule 5.41) 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 5.42 and 5.43.
- 5.44.6 Members of the Athletes' Commission elected during the 2022 World Athletics Championships shall end their term of office upon the election announcement of the newly Elected Athletes Commission Members following the 2025 World Athletics Championships.
- 5.45 Resignation and Removal

5.45.1 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.

5.45.2 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 Chairperson 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.

5.45.3 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.

#### 5.46 Changes and Vacancies

5.46.1 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 5.41) for the balance of the term of office of the vacated position.

#### 5.47 Chairperson and Deputy Chairperson

5.47.1 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.

5.47.2 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).
- 5.47.3 Only current Elected Athletes' Commission Members are eligible to be the Chairperson and Deputy Chairperson.
- 5.47.4 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.
- 5.47.5 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.
- 5.47.6 Those seeking nomination may make a short (3 minutes) 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.
- 5.47.7 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 (over 50%) 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.

5.47.8 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 5.47.7 with the Athletes' Commission Member who had been elected in a position removed from the ballot for that position.

5.47.9 The term of office for the Chairperson and Deputy Chairperson is four (4) years commencing on their approval by Council to that position, and ending four (4) years later, subject to Rule 5.47.10, 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.

5.47.10 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 5.45.

5.47.11 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 5.47.10 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 Council shall establish a Nominations Panel to assist it to ensure objectivity and the relevant expertise in making recommendations for appointments.

## Role and Responsibilities

- 6.2 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:
- 6.2.1 Screening Panel;
  - 6.2.2 Vetting Panel;
  - 6.2.3 Disciplinary Tribunal;
  - 6.2.4 Election Oversight Panel;
  - 6.2.5 Nationality Review Panel;
  - 6.2.6 Therapeutic Use Exemption Committee; and
  - 6.2.7 the bodies set out in Rule 6.6 to which Council Members are appointed.
- (referred to as the "relevant body" in these Rules).
- 6.3 The Nominations Panel shall undertake its responsibilities in Rule 6.2 (excluding Rule 6.2.7) independently of Council and shall be responsible for:
- 6.3.1 identifying the skills, expertise, and experience which may be necessary for the vacant positions on the relevant body;
  - 6.3.2 identifying and inviting suitable candidates to apply to be a member of the relevant body;
  - 6.3.3 publicly advertising, and notifying all Member Federations and Area Associations, of the vacancies including position descriptions for the relevant bodies;
  - 6.3.4 receiving and assessing applications from candidates to the relevant bodies, by reference to the relevant factors in Rule 6.4, including undertaking such enquiries and holding interviews and meetings as it sees fit;
  - 6.3.5 within the timeframes specified in Rule 6.5, recommending to Council the persons it recommends best suit the position(s) for the relevant bodies; and,
  - 6.3.6 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.
- 6.4 Relevant Factors for Considering Appointments
- 6.4.1 Subject to Rule 5 (Commissions and Working Groups), in recommending to Council persons for the bodies in Rule 6.2.1 to Rule 6.2.4, 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 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 sexes of members (usually a minimum of 30% of each sex);
- 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;
- j. for the Therapeutic Use Committee, any recommendations from the Integrity Unit Board;
- k. the need to consider the requirements of continuity (i.e., such that not all members of the relevant body rotate off that body at the same time in order that the body's work benefits from retained institutional memory).

## 6.5 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 6.2.1 to 6.2.4 by the following dates:

- 6.5.1 persons recommended for the Vetting Panel and Disciplinary Tribunal to be submitted to Council at least six months before an Election Congress, so that Council can circulate its recommendations to Congress two months prior to an Election Congress;
- 6.5.2 persons recommended for the Screening Panel to be submitted to Council at least six months before an Election Congress, for its approval;
- 6.5.3 persons recommended for the Commissions to be submitted to Council prior to the end of the calendar year in which the Election Congress is held;
- 6.5.4 persons recommended for the Election Oversight Panel to be submitted to Council by no later than six (6) months prior to an Election Congress for approval by the Council and endorsement by the Election Congress;
- 6.5.5 persons recommended for the Therapeutic Use Committee to be submitted in accordance with the Anti-Doping Rules;

6.5.6 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.

## 6.6 Council Members on Independent Bodies

6.6.1 In addition to its responsibilities under Rule 6.2 to 6.5, 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.

6.6.2 The procedure for the Nominations Panel in assessing and recommending the Council Members for these bodies shall be in accordance with Rule 3.3.6.

## 6.7 Composition of Nominations Panel

6.7.1 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.

6.7.2 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) of the Constitution) and/or an independent member of the Executive Board Appointments Panel (under Article 60.2(c) of the Constitution) at the same time.

6.8 **Eligibility:** All members of the Nominations Panel must be Eligible in accordance with Article 65 of the Constitution (Eligibility).

6.9 **Convenor:** The convenor of the Nominations Panel shall be one of the independent persons described in Rule 6.7.1(b)) as decided by Council.

## 6.10 Term of Office of Nominations Panel

6.10.1 Council shall appoint the four (4) members of the Nominations Panel within three (3) months of each Election Congress meeting. The term of the Nominations Panel will commence at the conclusion of the same Election Congress.

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

### Meeting Procedures

6.11 **Meetings:** The Nominations Panel shall meet as and when required and in such manner as it thinks fit, including by teleconference.

6.12 **Quorum:** The quorum for a meeting or decision of the Nominations Panel shall be three (3) members.

6.13 **Decisions:** Decisions of the Nominations Panel of the applicants to be recommended to a relevant body shall be by Simple Majority.

### 6.14 Conflicts and Confidentiality

6.14.1 All information received by the Nominations Panel, and its deliberations, shall be kept confidential except to the extent required by law.

6.14.2 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.

6.14.3 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.

6.15 **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.

6.16 **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:

6.16.1 a member has a conflict of interest which has not been satisfactorily resolved by the convenor or the President to the Council's satisfaction;

6.16.2 there are circumstances which may give rise to a question of actual or apparent bias in the Nominations Panel's composition and/or process;

6.16.3 a member is no longer Eligible in accordance with Article 65.2 of the Constitution (Eligibility).

Any removal of a member from the Nominations Panel under this Rule shall be recorded in the Annual Council Report (Article 79 of the Constitution).

6.17 **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

### Scope of Audits

#### 7.1 Financial Audit

7.1.1 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 and Finance Committee) (Article 79.2).

#### 7.2 Governance Audit

7.2.1 The Executive Board shall determine from time to time how most effectively to conduct the Governance Audit (Article 79.3(a)).

#### 7.3 Integrity Audit

7.3.1 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 (Article 79.3(b)).

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

- a. Athletics Integrity Unit Board;
- b. Athletics Integrity Unit Board Chairperson/Head of Integrity;
- c. 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,
- d. integrity programme (including education, investigations, and prosecutions).

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

### Auditors

7.5 The auditor for each of the audits must be suitably qualified and experienced and independent of World Athletics. In making its recommendations to Congress as to the appointment of auditors, the Executive Board shall consider periodically whether to put its proposed appointments out to tender.

### Reporting

7.6 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.

## 8. Transparency Standards

- 8.1 Subject to Rule 8.2 (privacy and commercially sensitive), as a minimum the following information shall be publicly available on the Website:
- 8.1.1 The Constitution;
  - 8.1.2 All Rules and Regulations;
  - 8.1.3 An organisation chart setting out the whole structure of World Athletics that includes the President, Executive Board, Council, Commissions, Executive Board Committees, Chief Executive Officer, headquarters, the Athletics Integrity Unit and, the Independent Bodies and Congress;
  - 8.1.4 Profiles and photographs and term of office dates for the President, Senior Vice-President, Vice-Presidents, EB Members, and Council Members;
  - 8.1.5 The name and country of the members of each Commission and the Independent Bodies;
  - 8.1.6 A list of the Member Federations and Area Associations including the name of each President and Chief Executive Officer (or equivalent) and the contact details for each Member Federation and Area Association ;
  - 8.1.7 The current World Plan for Athletics (including any previous plan);
  - 8.1.8 The current Strategic Plan (including any previous plan);
  - 8.1.9 Annual Council Reports (including any previous report);
  - 8.1.10 Annual Report and Audited Financial Statements (including any previous Annual Report and Audited Financial Statements);
  - 8.1.11 Annual Remuneration and allowances for EB Members, Council Members, Athletics Integrity Unit Board members, members of Commissions, members of Working Groups, Executive Board committees and members of all the Independent Bodies 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.
  - 8.1.12 The following from each Congress meeting:
    - a. the agenda;
    - b. a summary of the decisions of the meeting including the number of votes cast in favour and against; and
  - 8.1.13 The following from each Council meeting:
    - a. the agenda;
    - b. a summary of the decisions of the meeting.
  - 8.1.14 the Terms of Reference and four (4) year plans of each Commission approved by the Council for its term of its appointment.

## **Privacy**

- 8.2 In complying with these transparency standards, World Athletics will comply with all relevant privacy and data protection laws and the Chief Executive Officer may withhold the publication of any information if it is confidential or commercially sensitive.