

IMMAF COMPETITION BIDDING COMMISSION

Terms of Reference

1. Status and Role

1.1 The IMMAF Competition Bidding Commission ("Competition Bidding Commission") is appointed by, and reports to the IMMAF Board of Directors ("Board of Directors") under Article 17 of the IMMAF Statutes.

1.2 The role of the Competition Bidding Commission is to identify and attract high quality and appropriate candidates to host IMMAF competitions and to advise representatives of IMMAF or any commercial entities set up by IMMAF on matters related to Championship bids. The Commission will help develop and manage all the relevant information and guidelines to inform potential candidates of the benefits and responsibilities of hosting IMMAF events. The Commission will also ensure that the necessary evaluation and decision-making processes, as well as communication with prospective candidates, is handled in the most transparent manner possible and in full compliance with the IMMAF Statutes, Code of Ethics and other relevant IMMAF rules and guidelines.

The responsibilities of the Competition Bidding Commission are to:

- Create a strategic plan that can identify and attract high quality and appropriate candidates to host IMMAF competitions.
- Manage and update all the relevant information and guidelines to inform potential candidates of the benefits and responsibilities of hosting IMMAF events in association with IMMAF or any commercial entity set up by IMMAF.
- Work closely with relevant IMMAF representatives to ensure that potential and successful candidates are compliant with the IMMAF Bid Process and Hosting guidelines.
- Ensure that the necessary evaluation and decision-making processes, as well as communication with prospective candidates, is handled by IMMAF or any commercial entity set up by IMMAF in the most transparent manner possible and in full compliance with the IMMAF Statutes, Code of Ethics and other relevant IMMAF rules and guidelines.

2. Commencement

2.1 These Terms of Reference are effective from 1 December 2019.

3. Composition

3.1 Size: The Competition Bidding Commission shall comprise up to 7 people including a Chairperson and an IMMAF Staff Liaison;

3.2 Eligibility: To be eligible for nomination, and to remain as, a Competition Bidding Commission Member the person must:

- a. be nominated by an IMMAF Member Federation (or a body affiliated to the Member Federation) in good standing;
- b. be at least 18 years old;
- c. be able to speak and understand English reasonably well;
- d. not be under investigation, or convicted or otherwise sanctioned for:
 - i. any other offence or breach of any rules of IMMAF, an Area Association or a Member Federation; or
 - ii. an offence under any applicable laws punishable by a term of imprisonment of 2 years or more (unless the person has served the sanction imposed on them);

4. Term and Vacancies

4.1 Term: The term of office for members of the Competition Bidding Commission is two years:

4.2 Resignation and Removal

- a. A member of the Competition Bidding Commission may resign prior to the expiry of their term of office by giving not less than 1 months' notice in writing to the Competition Bidding Commission Chair and IMMAF President.
- b. A Competition Bidding Commission Member may be removed from the Commission prior to the expiry of their term of office, by decision of the Board of Directors on the recommendation of the Commission Chairman to IMMAF President, for:
 - i. breach of any duty under clause 8; or
 - ii. any other act or conduct that, in the opinion of Board of Directors, brings the Competition Bidding Commission or IMMAF into disrepute.
- c. In addition, a Competition Bidding Commission Member shall be deemed to have vacated his or her position if, during their term, he or she:
 - i. is absent from two consecutive meetings of the Commission.

4.3 Changes and Vacancies: If any position on the Competition Bidding Commission is vacant, whether by resignation, removal or otherwise at any time, the Board of Directors may (on the recommendation of the Commission

Chair and IMMAF President) appoint a replacement member (who is eligible under clause 3.3) for the balance of the term of office of the vacated position.

5. Chair

5.1 Role and Responsibilities: The role of the Chair is to lead and be the spokesperson for the Competition Bidding Commission. The Chair has the following responsibilities:

- a. chair and prepare the agenda/papers for all meetings of the Commission;
- b. be the spokesperson for the Commission;
- c. liaise with the President and Chief Executive as required or requested;
- d. prepare and present reports to Board of Directors;
- e. attend meetings of the Board of Directors and any other Commissions or Working Groups as requested by the President or Board of Directors;
- f. be IMMAF Competition Bidding Commission representative at any forums, groups or presentations as requested by the President or the Chief Executive;
- g. regularly communicate with the members of the Competition Bidding Commission and other persons in order to identify issues to consider; and,
- h. any other specific responsible as required by the Chief Executive, President or Board of Directors that are within the scope of the role and responsibilities of the Competition Bidding Commission (set out in clauses 1.2 and 6).

5.3 Resignation or Removal: The Chair may be removed from their position, prior to the expiry of their term of office, by:

- a. resignation; or,
- b. decision of Board of Directors, in its absolute discretion; or
- c. resignation or removal from the Commission under clause 4.2.

6. Responsibilities

6.1 The Competition Bidding Commission will fulfil its role by undertaking the following responsibilities:

- a. Formulate IMMAF polices and produce recommendations in order to maintain efficient standards;
- b) removing obstacles to the successful delivery of education programmes;

- c. foster collaboration between national federations and identify best practices to be shared, and incorporated into the IMMAF Coach Education programmes;
- d) maintain the focus of the Commission on the agreed scope, outcomes and benefits of the IMMAF Coach Education programmes;
- e) monitor and manage factors outside the Commission's control that are critical to the success of the IMMAF Coach Education programmes;
- f) consider and provide its views to Board of Directors on matters to be discussed or decided by Board of Directors.
- g) consult and liaising with other persons and entities within Amateur Mixed Martial Arts and from other sports, including other Competition Bidding Commissions;
- h). act as a sounding board to, the President, Chief Executive Officer and IMMAF Directors on matters affecting Women in MMA;

7. Authority

7.1 The Competition Bidding Commission is advisory to the Board of Directors and is not entitled to make decisions for or on behalf of IMMAF.

7.2 The Competition Bidding Commission, and its members, shall not represent IMMAF, nor engage any person on behalf of IMMAF, without prior approval of the President.

7.3 The Competition Bidding Commission and its members shall not make public statements about IMMAF, the Competition Bidding Commission or any aspect of its's work, without prior approval of the President.

8. Duties of Competition Bidding Commission Members

8.1 Members shall wholeheartedly champion IMMAF values and always act in the interests of IMMAF and women involved in amateur MMA;

8.2 Share all communications and information amongst members;

8.3 Make timely decisions to not hold up ongoing projects;

8.4 Notify members of the IMMAF Competition Bidding Commission, as soon as practical, of any matter which may affect relevant activities;

9. Rights of Competition Bidding Commission Members

9.1 Members will be provided with complete, accurate and meaningful information in a timely manner by IMMAF Staff;

9.2 Members will be given reasonable time to formulate key recommendations;

9.3 Members will be alerted to potential risks and issues that could impact relevant projects, as they arise;

9.4 Members can expect open and honest discussions, with the avoidance of misleading assertions;

10 Participation:

10.1 Competition Bidding Commission Members shall attend each scheduled meeting of the Commission (in person or using technology) unless excused by the Chair.

10.2 Each Commission member shall participate in an active and energetic way in Commission meetings and in matters undertaken by the Commission between meetings.

10.3 Each Competition Bidding Commission Member must be adequately prepared for each Commission meeting in order to participate effectively and constructively.

11. Ethics Code:

11.1 Commission Members are IMMAF Officials and as such are bound by the IMMAF Ethics Code and other IMMAF Policy documents. This includes principles of conduct related to integrity, equality, dignity, good faith, conflicts of interest, improper benefits, improper association and neutrality.

11.2 IMMAF Rules: Competition Bidding Commission Members are bound by all the rules and regulations of IMMAF together with any directions and decisions of the Board of Directors.

12. Reporting

12.1 Reports to Board of Directors: The Competition Bidding Commission shall submit a report to the IMMAF CEO in writing within 1 month of each meeting of the Commission. This report shall be prepared by the Chair of the Competition Bidding Commission in collaboration with the IMMAF Staff Liaison. All Competition Bidding Commission Members shall receive a copy of this report.

12.2 Annual Summary Report: By a date specified by the Chief Executive, the Chair shall, in consultation with the Competition Bidding Commission members, prepare an annual report with a summary of the Commission's work for inclusion in Board of Directors' annual report to the Member Federations. This report will also be published on the IMMAF website.

13. Competition Bidding Commission Meetings and Procedure

13.1 Work: The Competition Bidding Commission shall undertake its work at meetings of the Commission and in between meetings by telephone, email and other means of communication as is necessary to fulfil its responsibilities.

13.2 Meetings: The Competition Bidding Commission shall meet in person once each year. The dates and venue are to be agreed by the Chair and the Chief Executive Officer. As much notice as possible, usually at least two months' notice, will be given to all Commission Members of the date, time and venue for any meeting.

13.3 Agenda: The Chair shall prepare an agenda for each meeting in consultation with the Staff Liaison. Commission Members may submit items for the agenda through the Chair. The agenda, together with relevant papers, will be distributed to all Commission Members by IMMAF Staff Liaison prior to each Commission meeting (usually 2 weeks prior).

13.4 Chair: The Chair will chair all meetings, unless he or she is unavailable in which case the Chief Executive Officer will designate a replacement.

13.5 Attendees: In addition to Commission Members:

- a. The President and the Chief Executive Officer will be invited to attend every meeting of the Commission.
- c. Other persons and experts may be invited by the Chair to attend meetings to provide information or advice on a specific item of business at a meeting, with the prior approval of the Chief Executive Officer;

13.6 Meetings using Technology: Competition Bidding Commission meetings may be held by telephone, through video or internet conference facilities or in combination with a meeting held in person provided that prior notice of the meeting is given to all Commission Members and all persons participating in the meeting are able to hear each other effectively and simultaneously. Participation by any Commission Member in this manner at a meeting shall constitute the presence of that member at that meeting.

13.7 Remote Decisions: In addition to discussions and decisions made in meetings of the Commission, discussions may be held between members via email and other social media and messaging platforms, provided that any resolutions or decisions of the Commission which follows such discussion, shall only be valid if decided by email in the manner prescribed by the Chair and Chief Executive Officer.

13.8 Quorum: The quorum for all meetings of the Competition Bidding Commission shall be a majority (half + 1) of the total number of members of the Commission. This quorum also applies to remote decisions.

13.9 Voting: Decisions of the Competition Bidding Commissions shall generally be made by consensus. If a consensus cannot be reached and a vote is required, each Competition Bidding Commission Member shall have one (1) vote. Voting by proxy is not permitted. Where members are attending a meeting using technology (in accordance with clause 10.6), they may vote by

email in accordance with the procedures prescribed by IMMAF). Except to the extent specified in these Terms of Reference, a majority in favour of an action by those Competition Bidding Commission Members present at a meeting, is required for it to be passed.

A member who attends a meeting via telephone or video or other conference facility shall be regarded as being present. In the event of an equality of votes, the Chair may cast a casting vote.

13.11 Minutes: Minutes of each meeting of the Competition Bidding Commission shall be taken. IMMAF Staff Liaison or other person designated by the Chief Executive Officer will be responsible for taking the minutes during the meeting. The minutes will be finalised in consultation with the Chair and sent to the Competition Bidding Commission members within a maximum of one (1) month of the meeting. Any amendments to the Minutes will be agreed at the next meeting of the Competition Bidding Commission and noted accordingly.

13.12 Confidentiality: All meetings and the work of the Competition Bidding Commission are confidential. No documents, information, discussion, recommendations or decisions made at a Competition Bidding Commission meeting or otherwise exchanged or agreed in connection with the Commission's work, shall be disclosed to any other person (other than the President, Board of Directors Members, Chief Executive Office and IMMAF Staff Liaison for the Commission) unless:

- a. the President, Chief Executive Officer or Competition Bidding Commission Chair authorises such disclosure;
- b. the Competition Bidding Commission agrees that such disclosure is necessary or desirable to advance its work;
- c. the matter is in the public domain; or
- d. such disclosure is required by law or any applicable authority, including the IMMAF Ethics Commission, IMMAF Arbitration Panel or another Disciplinary Tribunal.

14. Administration

14.1 Expenses: Competition Bidding Commission Members act as such in a voluntary capacity and will not be compensated for their work as a Commission Member. IMMAF will reimburse expenses and pay a per diem for each Competition Bidding Commission Member in accordance with IMMAF policy.

14.2 Administration: IMMAF will arrange travel, accommodation and insurance for Competition Bidding Commission meetings in accordance with IMMAF policy.

14.3 Documents: IMMAF will provide the Competition Bidding Commission with all documents held by IMMAF relevant to the Commission's work. All digital and physical records, minutes and notes will be stored at the IMMAF Head Office.