

IMMAF WOMEN'S COMMISSION

Terms of Reference

1. Status and Role

1.1 The IMMAF Women's Commission ("Women's 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 Women's Commission is to advise the IMMAF Board of Directors on the development and implementation of an IMMAF women and sport policy and to promote equal opportunities for girls and women to participate in, and benefit from, amateur mixed martial arts as a sport and physical activity.

The responsibilities of the Women in Sport Commission are to advise on:

- The development and implementation of an IMMAF women in sport strategy;
- Help increase participation of women athletes, coaches, referees and other officials in amateur MMA and in leadership positions within the IMMAF Family;
- promoting the rights and well-being of women and girls in MMA and give greater access to the sport for girls and women;
- Promoting MMA as a tool for gender equality and empowerment and to raise awareness of harassment and abuse in MMA and in sport;
- Development and dissemination of the IMMAF position on women and sport issues and monitoring and regularly reporting on progress towards gender equality;
- Developing programme content for women's MMA conferences and courses;
- Drawing up and implementing women's MMA development strategies and programmes;
- Supporting the development of women's skills in management and leadership within the IMMAF Family, including through training, seminars, workshops and mentoring;
- Support of national projects benefiting girls and women;
- Recognition of achievements of individuals and organisations promoting women in MMA (amateur and professional);

2. Commencement

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

3. Composition

3.1 Size: The Women's Commission shall comprise up to 6 people including a chairperson.

3.2 Eligibility: To be eligible for nomination, and to remain as, a Women's 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 Women’s Commission is two years:

4.2 Resignation and Removal

- a. A member of the Women’s Commission may resign prior to the expiry of their term of office by giving not less than 1 months’ notice in writing to the Women’s Commission Chair and IMMAF President.
- b. A Women’s 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 Women’s Commission or IMMAF into disrepute.
- c. In addition, a Women’s 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 Women’s Commission is vacant, whether by resignation, removal or otherwise at any time, the Board of Directors may (on the recommendation of the Commission Chairperson 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 Women’s 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 Women's 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 Women's 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 Women's 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 Women's Commission will fulfil its role by undertaking the following responsibilities:

- a. Formulate IMMAF policies and produce recommendations:
- b) removing obstacles to the successful delivery of programmes related to women in MMA.
- c. foster collaboration between national federations and identify best practices.
- f) consider and provide its views to Board of Directors on matters related to Women in MMA.
- g) consult and liaising with other persons and entities within Amateur Mixed Martial Arts and from other sports, including other Women's 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 Women's Commission is advisory to the Board of Directors and is not entitled to make decisions for or on behalf of IMMAF.

7.2 The Women's Commission, and its members, shall not represent IMMAF, nor engage any person on behalf of IMMAF, without prior approval of the IMMAF CEO.

8. Duties of Women's 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 Women's Commission, as soon as practical, of any matter which may affect relevant activities;

9. Rights of Women's 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 Women's Commission Members shall attend each scheduled meeting of the Commission (in person or using technology) unless excused by the Chairperson.

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 Women's 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: Women's 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 ' 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 Chairperson of the Women's Commission in collaboration with the IMMAF Staff Liaison. All Women's Commission Members shall receive a copy of this report.

12.2 Annual Summary Report: By a date specified by the Chief Executive, the Chairperson shall, in consultation with the Women's 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. Women's Commission Meetings and Procedure

13.1 Work: The Women's 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 Women's Commission shall meet in person once each year. The dates and venue are to be agreed by the Chairperson 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 Chairperson shall prepare an agenda for each meeting in consultation with the Staff Liaison. Commission Members may submit items for the agenda through the Chairperson. 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 Chairperson 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 Chairperson 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: Women's 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 Women's 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 Women's Commissions shall generally be made by consensus. If a consensus cannot be reached and a vote is required, each Women's 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 Women's 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 Women's 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 Chairperson and sent to the Women's 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 Women's Commission and noted accordingly.

13.12 Confidentiality: All meetings and the work of the Women's Commission are confidential. No documents, information, discussion, recommendations or decisions made at a Women's 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 Women's Commission Chair authorises such disclosure;

- b. the Women's 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: Women's 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 Women's Commission Member in accordance with IMMAF policy.

14.2 Administration: IMMAF will arrange travel, accommodation and insurance for Women's Commission meetings in accordance with IMMAF policy.

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