

(COPY)

SPECIAL RESOLUTIONS

(Pursuant to "The Companies Acts, 1862 - 1985")

of

The Scottish Football Association Limited.

Passed 31st May, 2000

At an EXTRAORDINARY GENERAL MEETING of the above-named Association, duly convened and held at the National Stadium, Hampden Park, Glasgow, on Wednesday, 31st May, 2000, the subjoined Special Resolutions were passed.

SPECIAL RESOLUTIONS REFERRED TO

That the Articles of Association of the Association be and are hereby altered by:-

inserting in Article 10, in the first paragraph, in sub-paragraph (5), immediately after the word "player" the following words:-

*"of another member club"*

That the Articles of Association of the Association be and are hereby altered by:-

- i) deleting in Article 41, sub-paragraph (2) and inserting in its place the following new sub-paragraphs (2) and (3):-
  - "(2) *at the time of such nomination be either a member of the Council or have been a member of the Council;*
  - (3) *have attended at least 12 meetings of the Council within the last 5 years preceding such nomination;"*
- ii) re-numbering existing sub-paragraph (3) and subsequent sub-paragraphs, and amending all relevant cross references within the Articles, accordingly.



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Subject to the valid adoption of Resolution 4, it is proposed that the Articles of Association of the Association be and are hereby altered by:-

deleting in Article 41, in sub-paragraph (3) the figure "12" and inserting in its place the following figure:-

"8"

That the Articles of Association of the Association be and are hereby altered by:-

- i. deleting in Article 45.2 the words "with the exception of the special relaxation provided for in Articles 47.2 and 48.2 or" in their entirety.
- ii. deleting in Article 45.2 the words "another person" and inserting in their place the following words:-  
*"any other person or persons"*
- iii. inserting in Article 45.2 immediately after the words "Honorary Vice-President" the following words:-  
*"or being nominated as Second Vice-President in accordance with Article 47, by either the Scottish Football League or the Scottish Premier League."*

That the Articles of Association of the Association be and are hereby altered by:-

deleting Article 47.2 in its entirety.

That the Articles of Association of the Association be and are hereby altered by:-

deleting Article 48.2 in its entirety.

That the Articles of Association of the Association be and are hereby altered by:-

deleting the text of Article 86 in its entirety and inserting in its place the following text:-

*"The Council shall have power to appoint a committee ("the Disciplinary Committee") which shall:-*

- (1) *carry out such Disciplinary Procedures as shall have been promulgated by the Council from time to time for dealing with reports by match officials including but not limited to incidents and acts of misconduct occurring at a match which is played under the jurisdiction of the Association involving a full or associate member club or such clubs as play in competitions which involve a full or associate member club and which are included in the Association's Register of Competitions;*

- (2) *be entitled in addition to any power conferred on it in relation to the Disciplinary Procedures to investigate any case in which a player's act of misconduct or the circumstances pertaining to such misconduct would appear in the opinion of the Disciplinary Committee, to be exceptional, and to take such action upon the outcome of its investigation, including the imposition of any, additional or other penalties, as it considers may be merited;*
- (3) *be entitled to deal with acts of misconduct of any official of a club, club or recognised football body occurring before, during or after such matches, as aforesaid, and to take such action, including the imposition of any, additional or other penalties, as it considers may be merited against such official, club or recognised football body; and*
- (4) *subject to the terms of Article 98.5, be entitled to deal with matters and incidents of whatever nature and howsoever brought before the Disciplinary Committee which arise, directly or indirectly, pursuant to Articles 98 to 98.4 inclusive, and to take such action, including the imposition of any, additional or other penalties, as it considers may be merited. For the avoidance of doubt any such foregoing action may be taken against any player, official of a club, club or recognised football body under the jurisdiction of the Association."*

That the Articles of Association of the Association be and are hereby altered by:-

inserting in Article 98.5 after the second paragraph, the following new paragraph:-

*"Notwithstanding the above terms of Article 98.5, Article 86(4) shall apply in the case of an alleged or apparent breach of Articles 98 to 98.4 as a result, directly or indirectly, of the actions or omissions of the Scottish Football League or the Scottish Premier League, as the case may be."*

That the Articles of Association of the Association be and are hereby altered by:-

inserting a new Article 148 as follows:-

*"A club which participates in a Youth Development Match Programme promoted by a recognised football body and approved by the Association may register by means of a Form 'D', a player who has attained 12 years of age and who is under 16 years of age on 1st January in the current playing season, provided that such player is otherwise eligible in terms of the Articles of Association to be registered for the club."*

That the Articles of Association of the Association be and are hereby altered by:-

inserting a new Article 148.1 as follows:-

*"A club shall not have more than 20 players registered by means of a Form 'D' within each age group, at Under 13, Under 14, Under 15 and Under 16 age levels, at any one time."*

That the Articles of Association of the Association be and are hereby altered by:-

inserting a new Article 148.2 as follows:-

*"A Form 'D' player shall be subject to the Articles and the rules and regulations of the Association, the provisions of the approved Youth Development Match Programme, and the rules and regulations of any other recognised football body of which his club is a member in so far as they are applicable."*

That the Articles of Association of the Association be and are hereby altered by:-

inserting a new Article 148.3 as follows:-

*"It shall be considered an offence:-*

- (1) for a boy to sign a Form 'D' whilst under suspension.*
- (2) for a boy who at any time held status as a non-amateur to declare himself an amateur, unless he has been reinstated as such by the Association in terms of Articles 103 to 103.7.*
- (3) for a club to offer or make any payment to a player registered by means of a Form 'D' other than by way of reimbursement of his necessary hotel and travelling expenses actually incurred; and*
- (4) for a player registered by means of a Form 'D' to accept any such payment as described in Article 148.3(3)."*

That the Articles of Association of the Association be and are hereby altered by:-

inserting a new Article 149 as follows:-

*"Form 'D' shall be completed in quintuplicate and after all details including the date of signing have been properly inserted, it shall be signed simultaneously by an accredited official of the club, the player, and by his parent or guardian all of whom shall retain copies. The original shall be sent to the Secretary who must receive it within 14 days of the date of signing. At the same time a copy shall be sent to the secretary of the recognised football body promoting the approved Youth Development Match Programme. A Form 'D' which is lodged with the Secretary and which for any reason is found to be unacceptable shall be considered to be invalid and shall be retained by the Secretary."*

That the Articles of Association of the Association be and are hereby altered by:-

inserting a new Article 149.1.1 as follows:-

*"Registration by means of a Form 'D' at Under 13 and Under 14 age groups shall be binding on the player and the club until 15th May of the current season unless cancelled at an earlier date in terms of the Articles."*

That the Articles of Association of the Association be and are hereby altered by:-

inserting a new Article 149.1.2 as follows:-

*"Registration by means of a Form 'D' at Under 15 and Under 16 age groups shall be binding on the player and the club until 15th May in the playing season in which the player attains his 16th birthday unless cancelled at an earlier date in terms of the Articles."*

That the Articles of Association of the Association be and are hereby altered by:-

inserting a new Article 149.1.3 as follows:-

*"A Form 'D' registration shall be binding on the club and player for a minimum period of 3 months from the date of signing unless cancelled at an earlier date by the authority of the Association or unless lapsing in terms of the Articles."*

That the Articles of Association of the Association be and are hereby altered by:-

inserting a new Article 150 as follows:-

*"Not later than 15th May in the playing season of signing at Under 15 age group the club shall by recorded delivery letter, advise the Association, the player and any other recognised football body promoting the approved Youth Development Match Programme whether a player's registration is to be continued for the following season. Failure to advise the Association in writing will result in a player's registration lapsing."*

That the Articles of Association of the Association be and are hereby altered by:-

inserting a new Article 151 as follows:-

*"A player registered by means of a Form 'D' shall only play for the club for which he is registered, except that he may be permitted by his club to play under the jurisdiction of the Scottish Schools' Football Association provided that his name is on the roll of a school affiliated to the Scottish Schools' Football Association."*

That the Articles of Association of the Association be and are hereby altered by:-

inserting a new Article 152 as follows:-

*"Registration by means of Form 'D' may be cancelled:-*

- i) on a written request to the Secretary duly signed by an accredited official of the club; or*
- ii) by the authority of the Association; or*
- iii) as otherwise provided herein."*

That the Articles of Association of the Association be and are hereby altered by:-

inserting a new Article 153 as follows:-

*"A club which has offered terms of engagement to a player who is registered by means of a Form 'D' and who subsequently has decided to conclude an agreement with another club shall be entitled to compensation for his training and/or development from the other club subject to the following provisions:-*

- (1) The former club, not later than the date of expiry of the Form 'D' registration has notified the player by recorded delivery letter of the terms of engagement which are to remain available to the player to accept or decline within a period of 21 days thereafter. A copy of the terms of engagement must also be lodged by recorded delivery letter with the Secretary at the same time as the notification of terms to the player. A copy must also be sent to the parent or guardian.*
- (2) The player is registered with the Association for his new club by means of a Full Professional Form or a Form 'A' (Professional)."*

That the Articles of Association of the Association be and are hereby altered by:-

inserting a new Article 153.1 as follows:-

*"If a club should register a player to whom the aforesaid provisions apply excepting Article 153(2), on any other registration form of the Association it shall be held liable, subject to investigation by the Association, to pay compensation to the player's former club if the player should subsequently be registered for any other club, by means of a Full Professional Form or Form 'A' (Professional) within a period of 2 years from the date of expiry of his agreement with his former club.*

*A club which has registered a player in similar circumstances shall be held liable, subject to investigation by the Association, to pay compensation to the player's former club if the player subsequently concludes an agreement for a club in membership of another National Association within a period of 2 years from the date of expiry of his agreement with his former club, allowing that in terms of FIFA or UEFA rules existing at the time of the date of expiry of his agreement with his former club, the player's former club would have been entitled to compensation from the club with which the player has concluded an agreement."*

That the Articles of Association of the Association be and are hereby altered by:-

inserting a new Article 153.2 as follows:-

*"The following procedures will require to be observed by the clubs concerned in determining an entitlement to compensation:-*

- (1) The club for which the player has been registered by means of a Full Professional Form or a Form 'A' (Professional) shall be responsible for contacting the player's former club in writing by recorded delivery letter within 7 days of the date of signing of the form to open discussions regarding compensation.*
- (2) Both clubs shall be responsible for reaching agreement on the matter of compensation within 21 days of the date of the player's signing of a Full Professional Form or a Form 'A' (Professional). The agreement so reached is to be committed to writing and be duly signed by both clubs.*

- (3) *In the event that agreement is not reached within the 21 day period stated, the former club may request in writing by recorded delivery letter to the secretary within a further period of 7 days thereafter that a tribunal ("the Tribunal") appointed by the Council be convened to resolve the matter."*

That the Articles of Association of the Association be and are hereby altered by:-

inserting a new Article 153.3 as follows:-

*"In determining any compensation, the Tribunal shall take into account any such method for establishing costs associated with the training and/or development of a player, as may be approved by the Council.*

*The Tribunal otherwise shall have full power to regulate its own procedure and to award costs, and its decision on matters coming before it shall be final and binding."*

That the Articles of Association of the Association be and are hereby altered by:-

re-numbering the Articles and amending all relevant cross references within the Articles in order to reflect and accommodate the adoption of the preceding provisions of Resolution 8.

That the Articles of Association of the Association be and are hereby altered by:-

- i. deleting in Article 103, the first paragraph and also in the second paragraph deleting the words "Reinstatement to amateur status cannot be granted on more than two occasions unless the player:-" and inserting in their places the following words:-

*"As an application of the principle expressed in Article 107, it shall not be necessary for a player of non-amateur status to be reinstated to amateur status other than in the specified circumstances set out in this Article. In such specified circumstances, and subject to the restrictions contained herein, the Council shall have discretionary power to reinstate to amateur status a player of non-amateur status who is not registered with the Association to play for any club and whose application is made under any of the following circumstances:-"*

- ii. deleting in Article 103, sub-paragraphs (4) and (5) in their entirety.
- iii. re-numbering sub-paragraph (6) as sub-paragraph (4) and amending all relevant cross references within the Articles accordingly.

That the Articles of Association of the Association be and are hereby altered by:-

deleting Article 103.4 in its entirety.

That the Articles of Association of the Association be and are hereby altered by:-

deleting Article 103.5 in its entirety.

That the Articles of Association of the Association be and are hereby altered by:-

deleting Article 103.6 in its entirety.

That the Articles of Association of the Association be and are hereby altered by:-

re-numbering Article 103.7 as Article 103.4 and amending all relevant cross references within the Articles accordingly.

That the Articles of Association of the Association be and are hereby altered by:-

- i. deleting Articles 116 to 165.3 inclusive in their entirety (which shall include new Articles 148 to 153.3 inclusive, if Resolution 8 is adopted).

Note: \* These Articles will be reproduced in the form of the Registration Procedures to be promulgated by the Council under new Article 116.

- ii. re-numbering the Articles and amending all relevant cross references within the Articles, accordingly.

That the Articles of Association of the Association be and are hereby altered by:-

- i. inserting a new Article 116 as follows:-

*"Clubs in full or associate membership of the Association or in membership of an Affiliated Association or an Affiliated National Association, as the case may be, shall comply with the requirements of the Registration Procedures and amendments thereto as shall be promulgated by the Council from time to time in connection with the registration of players, irrespective of status, under the jurisdiction of the Association."*

- ii. re-numbering the Articles and amending all relevant cross references within the Articles, accordingly.

That the Articles of Association of the Association be and are hereby altered by:-

inserting in Article 1 in the list of words and meanings, in alphabetical sequence, the following words and meaning:-

*"Registration Procedures" shall mean the procedures promulgated by the Council from time to time in connection with the registration of players;"*

That the Articles of Association of the Association be and are hereby altered by:-

deleting in Article 161, in the third sentence, the words "portions "A", "B" and "C"" and inserting in their place the following words:-

*"portions "A" and "B""*

That the Articles of Association of the Association be and are hereby altered by:-

inserting in Article 184.1.4 after the second paragraph, the following new paragraph:-

*"An appeal may be withdrawn by an appellant prior to the hearing of the case by notifying the Association of such in writing. The appeal will, upon the Association's receipt of such notification, be deemed to be abandoned and the original decision, against which the appellant initially took exception, will be regarded as final and binding. Upon the withdrawal of an appeal, the appeal deposit will be automatically forfeited. The appellant may be held liable in all or part for the expenses of the appeal procedure subject to the discretion of the Appeals Committee."*

That the Articles of Association of the Association be and are hereby altered by:-

inserting in Article 184.2.5 after the second paragraph, the following new paragraph:-

*"An appeal may be withdrawn by an appellant prior to the hearing of the case by notifying the Association of such in writing. The appeal will, upon the Association's receipt of such notification, be deemed to be abandoned and the original decision, against which the appellant initially took exception, will be regarded as final and binding. Upon the withdrawal of an appeal, the appeal deposit will be automatically forfeited. The appellant may be held liable in all or part for the expenses of the appeal procedure subject to the discretion of the Disciplinary Appeals Tribunal."*

That the Articles of Association of the Association be and are hereby altered by:-

inserting in Article 184.3.5 after the second paragraph, the following new paragraph:-

*"An appeal may be withdrawn by an appellant prior to the hearing of the case by notifying the Association of such in writing. The appeal will, upon the Association's receipt of such notification, be deemed to be abandoned and the original decision, against which the appellant initially took exception, will be regarded as final and binding. Upon the withdrawal of an appeal, the appeal deposit will be automatically forfeited. The appellant may be held liable in all or part for the expenses of the appeal procedure subject to the discretion of the Appeals Board."*

That the Articles of Association of the Association be and are hereby altered by:-

inserting in Article 184.4.5 after the second paragraph, the following new paragraph:-

*"An appeal may be withdrawn by an appellant prior to the hearing of the case by notifying the Association of such in writing. The appeal will, upon the Association's receipt of such notification, be deemed to be abandoned and the original decision, against which the appellant initially took exception, will be regarded as final and binding. Upon the withdrawal of an appeal, the appeal deposit will be automatically forfeited. The appellant may be held liable in all or part for the expenses of the appeal procedure subject to the discretion of the Doping Appeals Tribunal."*

That the Articles of Association of the Association be and are hereby altered by:-

deleting in Article 184.4, in the first sentence, the words "finding or any penalty" and inserting in their place the following words:-

*"finding and/or any penalty"*

That the Articles of Association of the Association be and are hereby altered by:-

deleting in Article 184.4.1, in the first sentence, the words "player or referee" and inserting in their place the following words:-

*"player, referee or other person under the jurisdiction of the Association"*

That the Articles of Association of the Association be and are hereby altered by:-

deleting in Article 185.2.4, the fourth paragraph and inserting in its place the following new paragraphs:-

*"The tribunal shall have the power to assess and grant an award and/or damages, and interest thereon, and make such other order as it deems appropriate in its reasonable discretion.*

*The tribunal shall have the power to make such order against one or more of the parties as it considers appropriate as to the costs of the arbitration, which shall include, but not be limited to, the fees and expenses of the arbiters and of any hearings (including any administrative costs) and the parties' costs in the arbitration."*

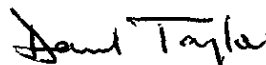
That the Articles of Association of the Association be and are hereby altered by:-

inserting in Article 185.2.9 a new second sentence as follows:-

*"For the avoidance of doubt, the parties to any arbitration established pursuant to this Article 185 agree to renounce their respective rights of appeal or to state a case from the decision of the tribunal to the Court of Session in terms of the Administration of Justice (Scotland) Act 1972."*

BY ORDER OF THE COUNCIL,

Registered Office:  
6 PARK GARDENS,  
GLASGOW G3 7YF.  
9th June, 2000.



Company Secretary.