



Arbitration CAS 2014/A/3744 & 3766 Nigerian Football Federation (NFF) v. Fédération Internationale de Football Association (FIFA), award of 18 May 2015

Panel: Prof. Massimo Coccia (Italy), President; Mr Clifford Hendel (USA); Prof. Ulrich Haas (Germany)

Football

Elections to the presidency of a national federation

CAS power of review

Standing to appeal

Appealable decision

Article 17 of the FIFA Statutes

Complete independence in the meaning of Article 17, para. 2 of the FIFA Statutes

- 1. In the context of an appeal against a letter sent by FIFA regarding the presidential elections of a national federation, the scope of the CAS panel's review is limited by the objective and subjective scope of the decisions rendered – provided the letter does contain a decision – by such letter. In other words, the CAS panel may only assess *de novo* whether FIFA had sufficient factual and legal grounds, in terms of Article 17 of its own Statutes, to adopt the decision set forth in the challenged letter. Conversely, the CAS panel may not assess the validity of the elections on the basis of the rules of the national federation in question, or of national law, because such appraisal falls outside of the scope of FIFA's authority under Article 17 of its Statutes and, thus, falls outside of the CAS panel's scope of review.**
- 2. Only an aggrieved party, having something at stake and, thus, a concrete interest in challenging a decision adopted by a sports body, may appeal to the CAS against a decision. E.g. if FIFA, in the context of the elections to the presidency of a national federation, refuses to recognize the elections in accordance with Article 17 of the FIFA Statutes, the national federation whose election(s) is not recognized does have a sufficient legal interest in the matter. This is because the individuals that have been elected in the non-recognized election are not, from FIFA's perspective, officials entitled to participate on the national federation's behalf in FIFA institutional functions.**
- 3. A decision is a communication of a federation, association or sports-related body that is not just of a mere informative nature but also contains, in substance, an actual ruling or resolution which affects in a binding manner the legal situation of the addressee. Put differently it is a communication that contains an *animus decidendi*, i.e. by its objective content (and irrespective of its form), it conveys to the addressee the will of the sports body to decide on a matter. E.g. a letter by FIFA (the FIFA President) by which FIFA transmits its congratulations and best wishes of success to the newly elected president of a national federation does not constitute a recognition of the election in question.**

This is because under its own rules FIFA does not have the authority to positively recognize the elections of its member associations. Accordingly the respective FIFA letter does not contain a ruling affecting the rights of the addressee and therefore cannot constitute a decision appealable to CAS.

4. Neither the FIFA Statutes nor any other FIFA regulations establish any criteria and/or process for FIFA to positively recognize elections of its member associations. Pursuant to Article 17 of the FIFA Statutes, FIFA only has the power to *not recognize* such elections where the member association's electoral process does not guarantee the complete independence of an election; it does not have the power nor the duty to recognize them. Accordingly, FIFA does not systematically issue an act of approval whenever there are member associations' elections. The consequence of the non-recognition is that for FIFA purposes the elected individuals are not legitimate representatives of the concerned association. Para. 2 of Article 17 may not be interpreted as setting forth a merely formal requirement that the member associations' statutes provide rules that guarantee the independence of the election; it requires, more significantly, that each time there is an election within a member association, the electoral process actually guarantees the complete independence of the election.
5. The requirement of "complete independence" found in Article 17, para. 2 of the FIFA Statutes must be understood in the light of Article 17, para. 1 forbidding "influence from third parties". Accordingly, an electoral process does not guarantee such complete independence where the election is not managed in a totally independent manner and, in particular, where it is influenced by third parties of any kind. The detainment of the president of an association resulting in the fact that the president in question cannot participate in elections may – depending on the circumstances – have a substantial impact on an election and be considered as manifesting an insufficient independence of that election from the influence of third parties. This is even more the case if in addition to the president, further members of the association are prevented from participating in the meeting in which the election takes place and to vote. Furthermore, in case the delegates participating in an election do not place their votes orderly and individually in a polling booth this may – depending on the circumstances – be demonstrative of a lack of complete independence in the expression of votes.

I. INTRODUCTION

1. These consolidated appeals arbitration proceedings are brought forth by the Nigerian Football Federation (hereinafter also the "Appellant" or "NFF") against the Fédération Internationale de Football Association (hereinafter the "Respondent" or "FIFA").

2. The dispute arises in connection with a longstanding political clash occurring in Nigerian football between different personalities and factions struggling to gain control over the NFF, with the occasional involvement of the Nigerian government and of Nigerian courts, as well as of FIFA. Against this background, the present consolidated appeals were prompted by two FIFA letters, considered as actual decisions by the Appellant: the first dated 29 August 2014, in which FIFA declared that it would not recognize the election for the NFF Executive Committee conducted on 26 August 2014, and the second dated 1 October 2014, in which the FIFA President congratulated Mr. Amaju Melvyn Pinnick for being elected as the new NFF President at the election of 30 September 2014. More specifically, the dispute centers on the Appellant's request that both letters be annulled and that FIFA be ordered to solely recognize the election of 26 August 2014.

II. THE PARTIES

3. The Appellant is the Nigerian Football Federation (NFF), founded in 1945 and affiliated to FIFA since 1960.
4. The Respondent, the Fédération Internationale de Football Association (FIFA), is the international governing body of football, headquartered in Zurich, Switzerland.

III. FACTUAL BACKGROUND

5. This section of the award sets out a brief summary of the main relevant facts, as established on the basis of the Parties' written submissions, the evidence submitted and the content of the hearing that took place on 14 January 2015. Additional facts will be set out, where material, in other parts of this award.
6. From a terminological viewpoint, the Panel preliminarily notes that both Parties made reference interchangeably to "General Assembly" or "Congress" in communications and submissions, always meaning the main body of the NFF comprising of all the delegates from the different associations constituting the NFF; the Panel also notes that sometimes in the NFF's practice those "delegates" are also referred to as "chairmen", because they chair their respective associations.

A) Events before the NFF General Assembly of 26 August 2014

7. On 28 November 2013, the NFF held a General Assembly during which a new NFF Electoral Committee (and new NFF Electoral Appeals Committee) was elected in order to organize and supervise the next election for the NFF Executive Committee which was set to occur in another General Assembly, to be held on 26 August 2014.
8. On 2 July 2014, a Federal High Court sitting in Jos, Plateau State, Nigeria (hereinafter the "High Court"), placed an injunction on the entire NFF Executive Committee, including the then NFF President Mr. Aminu Maigari, preventing it from controlling, commanding or managing NFF affairs and from presenting or holding itself out as the NFF Executive Committee (hereinafter

the “High Court’s Injunction Order”). In addition, in this Order, the High Court instructed the Minister of Sport to appoint a senior member of the civil service in the NFF to take charge during the injunction. The Minister of Sports, acting on this Order, appointed Mr. Lawrence Katken. The Panel notes that the High Court’s Injunction Order, although not disputed by the Parties, was not introduced on the record; in any event, as will be seen *infra* (para. 159 *et seq.*), its contents and grounds are of no relevance in light of the Panel’s scope of review in this case.

9. On 4 July 2014, FIFA sent a letter to the NFF, in which it:
 - referred to several events purportedly reported by the press, namely that: (i) the High Court had served a court order on the NFF, restraining Mr. Maigari, the NFF Executive Committee and the NFF Congress from running the affairs of Nigerian football; (ii) the Nigerian Department of State Security Service (hereinafter the “SSS”) had detained Mr. Maigari and threatened other members of the NFF with imprisonment; (iii) the Nigerian Minister of Sport had unilaterally appointed an assistant director to take charge of the NFF; and (iv) the members of the NFF had been called to attend an “Extraordinary Congress” on 5 July 2014 in Abuja;
 - declared that (i) such actions reported by the press contravened Articles 13, para. 1 and 17, para. 1 of the FIFA Statutes, as they prevented the NFF, a FIFA member association, from managing its affairs independently and without influence of third parties; (ii) applying Articles 17, paras. 2 and 3, FIFA would not recognize any person or organ not elected in compliance with NFF Statutes, this including Mr. Katken who was appointed by the Minister of Sports; (iii) FIFA would not recognize any decision taken by an “Extraordinary Congress”; and (iv) only decisions and persons elected in the NFF General Assembly of 26 August 2014 would be considered legitimate; and
 - indicated that, based on the above considerations, it would be forced to refer the case to the appropriate FIFA body for sanctions, including a possible suspension, if the NFF officials were not fully reinstated by 8 July 2014.
10. Notwithstanding FIFA’s warning, on 5 July 2014, the NFF held an Extraordinary Congress. This Congress, which was called by Mr. Katken, led to the sacking of the entire NFF Executive Committee, including Mr. Maigari, the latter allegedly for “*financial impropriety and abuse of office*”.
11. In response, FIFA referred the case to the FIFA Emergency Committee, which on 9 July 2014 suspended the NFF with immediate effect until the withdrawal of the High Court’s Injunction Order and a confirmation that the “*properly elected NFF Executive Committee, the NFF general assembly and the NFF administration are able to work without any interference in their affairs*”.
12. On 17 July 2014, Mr. Musa Amadu, on behalf of the NFF in his capacity as the General Secretary, informed FIFA that the High Court’s Injunction Order had been withdrawn and that consequently the NFF Executive Committee was once again allowed to function and run NFF affairs.

13. Finding that the conditions set by the FIFA Emergency Committee on 9 July 2014 had been met, the following day, on 18 July 2014, FIFA lifted the suspension on the NFF with immediate effect.
14. On 25 July 2014, at an NFF Executive Committee's meeting, the Executive Committee impeached Mr. Maigari as NFF President due to his alleged violation of Article 35 of the NFF Statutes (specifically for "*financial impropriety and abuse of office*") and proceeded to appoint his vice-president, Chief Mike Umeh, as acting president pending the new election. According to Mr. Musa Amadu, this NFF Executive Committee meeting began with an amendment of the agenda and proceeded to the removal of Mr. Maigari through a motion of impeachment, without offering him the opportunity to be heard and, in order to obtain the required two-third majority of votes, through the forgery of the signature of one of the members of the NFF Executive Committee, Mr. Ahmed Muazu Kawu (who confirmed the alleged forgery in a letter to FIFA dated 1 August 2014).
15. On 4 August 2014, FIFA again wrote to the NFF, with reference to Mr. Maigari's impeachment, requesting more information regarding the call and the agenda of the NFF Executive Committee meeting of 25 July 2014, the quorum and the conditions of the amendment of the agenda. In addition, FIFA inquired as to whether Mr. Maigari had been offered the right to be heard. FIFA also reminded the NFF that, according to the applicable NFF rules, the NFF Executive Committee could only suspend persons or bodies on a provisional basis until the next NFF General Assembly, which would either confirm or set aside the provisional suspension. Finally, FIFA expressed its surprise to find that so soon after it had lifted the suspension against the NFF, the situation had become so inextricable with the election set to take place in less than one month. It explained that it had expected the members of the then current NFF Executive Committee, including Mr. Maigari, to be together in office until the NFF General Assembly of 26 August 2014 to report on the activities and to go through the electoral process for those who wanted to run for NFF posts.
16. On 7 August 2014, Mr. Amadu, on behalf of the NFF, as requested, provided FIFA with a more detailed report regarding the NFF Executive Committee meeting of 24 July 2014, specifying that: (i) the motion of impeachment was brought by the NFF Vice-President, Chief Umeh; (ii) Mr. Maigari had been given ample opportunity to be heard on the precise accusation levied against him; (iii) the motion had been passed by eight of the twelve NFF Executive Committee members present, not including Mr. Maigari, who was only entitled to the casting vote; and (iv) the NFF recognized that Mr. Maigari's dismissal was only provisional and would be brought to the General Assembly of 26 August 2014 to be confirmed or overturned.
17. In response, on 14 August 2014, in a letter to the NFF, FIFA noted that (i) it appeared that the NFF Executive Committee meeting of 24 July 2014 did not comply with some statutory provisions, namely the time limits for the calling of a meeting and the submission of the agenda; (ii) Mr. Maigari denied the course of events; (iii) it appeared that the NFF Executive Committee also sanctioned two other NFF Executive Committee members for six months and one year, thereby going beyond its prerogatives which are limited to suspending persons or bodies only on a provisional basis until the following NFF General Assembly; and (iv) it had learned that some members of the NFF Electoral Committee and NFF Electoral Appeal Committee elected

in November 2013 had been removed from their position by the NFF Executive Committee, an action which is contrary to the principle of separation of powers. In light of this, FIFA again expressed its surprise with the situation and then requested that (i) *“the NFF Congress ... exercise its sovereign power through the electoral process which shall be open to everybody and managed by the electoral committees elected by the Congress [of 28 November 2013] in their entirety”*; (ii) *“the Executive Committee of the NFF ... be reunified as it was before the 2014 FIFA World Cup”*; and that (iii) *“major decisions [be] frozen until the elections of 26 August”*. FIFA concluded: *“We thank you in advance to inform accordingly the different parties and to provide us with a new roadmap taking into account our recommendations. Finally, we would like to ensure that the legitimacy of the delegates who will attend the 26 August 2014 Congress will not be questioned and we anticipate the Congress will be composed of the delegates who participated at the November 2013 Congress unless there have been changes statutory compliant. Furthermore, we advise you that President Maigari must preside over the NFF Congress on 26 August”*.

18. On the basis of FIFA’s demands, Mr. Maigari was reinstated as NFF President and resumed his work in said capacity. On 12 August 2014, he then sent the Minister of Sport the following resignation letter:

“I wish to voluntarily inform the Honorable Minister that I have decided not to contest in the next election of the Executive Board of Nigeria Football Federation. This therefore also means that, I have resigned from the Presidency of Nigeria Football Federation with effect from [redacted] congress of 2014 election”.

19. On 19 August 2014, Mr. Amadu, on behalf of the NFF, sent a *“Notice of NFF General Assembly”* to all members of the NFF Congress to remind them of the NFF General Assembly scheduled for 26 August 2014. In this notice, Mr. Amadu declared that said assembly, *“in line with the provisions of Article 23(a) of the NFF Statutes 2010, [would] consider a proposal from the Executive Committee of NFF to alter the Agenda for an Elective Congress ... and to fashion a new roadmap for the elections into the Executive Committee of NFF, that is open, transparent, free and fair to all contestants, and fix a new date for the Elective Congress”*.
20. Also on 19 August 2014, Mr. Maigari sent a letter, on behalf of the NFF, to FIFA, which read in the relevant parts as follows:

“This is to inform you that, based on the advice contained in your letter of Thursday, 14th August 2014 ..., the Executive Committee of Nigeria Football Federation convened on Tuesday, 19th August 2014 with a view to fashioning a new roadmap for the elections into the Executive Committee.

However, just before the meeting started, the 1st Vice President, Chief Mike Umeh came into the Meeting and handed to the Members a paper which contained a six point resolution (attached), which he claimed was the position of some Members of the Executive Committee. Thereafter, he left the venue of the Meeting.

The Meeting was convened after he left, chaired by the President, Albaji Aminu Maigari. The Executive Committee thereafter issued a communiqué (attached) to the media.

Among other decisions, the Executive Committee decided to propose a new roadmap for the elections for the General Assembly, now scheduled for Warri, Delta State on Tuesday 26th August, and will also present to the Assembly for ratification, the readmission of two members of the Electoral Committee and the Chairman

of the Electoral Appeals Committee who were earlier removed, to enable them function properly in the electoral process.

This effectively means that the election will not take place on that date (26th August 2014) but at a later date to be decided by the Congress, but not later than two weeks thereafter”.

21. FIFA acknowledged receipt of this letter on 21 August 2014 and took note, *inter alia*, of the NFF Executive Committee’s decision “*to ask the members of the upcoming congress on 26 August 2014 to consider a new roadmap for the elections, which should be held no later than two weeks after the congress ...*”. Further, FIFA went on to state that “[t]he Congress being the highest decision-making body of any football association, we approve of the above plan and, as previously stated, we are supportive of an electoral process that is free and open to everybody thereby fulfilling the requirements of the NFF regulations”.

B) NFF General Assembly of 26 August 2014

22. The Parties’ account of the NFF General Assembly of 26 August 2014 are markedly different. Such being the case, the Panel will refer separately to each account.

i) The Appellant’s account

23. According to the Appellant, at the NFF General Assembly of 26 August 2014, which was convened at the Chida International Hotel in Abuja (hereinafter also the “Chida NFF General Assembly”), 44 delegates, representing all of the voting members, as well as 17 secretaries, were accredited and signed the attendance list. The Minister of Sport, Mr. Tamuno Danagogo, then opened the assembly, following which Mr. Amadu, as NFF Secretary General, took roll-call. The roll-call revealed that 15 members were absent, leaving 29 members present. Soon after the roll-call, the then NFF Vice-President, Chief Umeh, who in the absence of Mr. Maigari presided over the assembly, read Mr. Maigari’s letter of resignation and all of the delegates present unanimously accepted it. Thereafter, Mr. Amadu presented as agenda of the NFF General Assembly the establishment of a new roadmap for the election of the new NFF Executive Committee. However, upon hearing this, Mr. A.E. Ogunmola, Secretary of the Kogi State Football Association, seconded by Mr. Yakubu Daylop, Secretary of the Plateau State Football Association, objected and motioned to proceed with the agenda agreed upon during the NFF General Assembly of 28 November 2013, which was not to establish in the 26 August 2014 General Assembly a road map for the election of the new NFF Executive Committee, but rather to actually hold an election on such date. Chief Umeh then asked the delegates of the assembly whether they should proceed with the election of the new NFF Executive Committee. Since all the delegates unanimously agreed in the affirmative, Chief Umeh, after confirming a quorum, dissolved the then standing NFF Executive Committee and called upon the NFF Electoral Committee (constituted on 28 November 2013 and headed by Mr. Amoni Biambo) to take over the proceedings of the assembly and to conduct the election of the new NFF Executive Committee. The election was conducted smoothly and in accordance with the NFF Statutes and the relevant rules set out by the NFF Electoral Committee. The results of the election were as follows:

President:	Christopher Musa Giwa
1 st Vice-President:	Chief Obinna Ogba
Chairman of Chairmen:	Chief Johnson Effiong
Board Member:	Amada Yahaya
Board Member:	Mauzu Suleman
Board Member:	Shariff Inuwa
Board Member:	Sani Mohammed Fema
Board Member:	Farouk Yarma Adamu
Board Member:	Felix Amechi Obuah
Board Member:	Anyasi Felix Agwu
Board Member:	Deji Tinibu
Board Member:	Otumba D. Ajayi.

24. In support of its account, the Respondent submitted (i) a “*Comprehensive Report of Nigeria Football Federation Electoral Committee on Elections into the NFF Executive Committee held on 26th August, 2014*” signed by Mr. Biambo and dated 27 August 2014 (hereinafter “Mr. Biambo’s Report”); (ii) the minutes of the Congress signed by Mr. Barnabas Joro; (iii) the supposed accreditation/attendance lists; and (iv) the written statements of Mr. Obinna Ogba, the Chairman of the Ebonyi State Football Association, Mr. Johnson Effiong, the Chairman of Akwa Ibomi State Football Association, Mr. Adama Yhaya, the Chairman of the Kogi State Football Association, Mr. Nongu Philip Terwase, the Secretary of the Benue State Football Association, and Mr. Yakubu Dalyop, the Secretary of the Plateau State Football Association.
25. As additional support, the Appellant called Mr. Giwa and Mr. Adama Yhaya to testify at the CAS hearing.
26. In his testimony, Mr. Giwa declared, *inter alia*, that:
- (i) the agenda to hold an election at the NFF General Assembly of 26 August 2014 was set at the NFF General Assembly of 28 November 2013 and that said agenda remained unchanged. In fact, he never received any communication relating to an alteration of the agenda;
 - (ii) Mr. Amadu arrived at the assembly, which was supposed to commence at 2 P.M., at around 3 or 4 P.M.;
 - (iii) while 44 delegates were duly accredited, only 29 were at the floor of the assembly when it commenced;
 - (iv) in his opening speech the Minister of Sport referred to a “*roadmap to peace*” not to a roadmap for a new election;
 - (v) after the delegates rejected the roadmap agenda, Mr. Amadu left the assembly angrily;
 - (vi) the locations of the delegates that left the assembly were completely unknown;

- (vii) voting occurred in accordance with the NFF Statutes; in particular, the 29 associations, which constituted a quorum, were named individually, voted in secret, and had their identity verified by assistants of the notary, in the absence of the latter. The results were announced by Mr. Biambo immediately after the voting was completed;
 - (viii) the notary arrived at approximately 10 P.M., more or less an hour after the elections had finished but his assistants were present from the beginning; and
 - (ix) having lost the election for NFF President, Chief Umeh left to meet at the Bentley Hotel the delegates that had left the assembly.
27. Mr. Adama Yhaya testified, *inter alia*, that: (i) he received no communications between 28 November 2013 and the NFF General Assembly of 26 August 2014 regarding the alteration of the roadmap; (ii) the voting at the election of 26 August 2014 was conducted state association by state association; (iii) the identities of the voters were verified; and (iv) the Secretary of Kogi State, Mr. A.E. Ogunmola, voted at the NFF General Assembly of 30 September 2014 but had no authority to do so.

ii) The Respondent's account

28. The Respondent challenges the credibility of Mr. Biambo's Report, in particular his statement that "*On 26th August, 2014 all contestants and the delegates converged at the Chida International Hotel Abuja and the election was conducted in a free and fair atmosphere...*", and additionally, that of Mr. Giwa, specifically his declaration that the purported election of 26 August 2014 was conducted in "*free and fair elections based on democratic tenets*" and "*in accordance with the NFF Statutes*".
29. According to the Respondent, on the morning of the General Assembly of 26 August 2014 at the Chida International Hotel, 44 delegates signed an accreditation list to collect their room keys and accreditation tags (roll-call would later be taken by the NFF General Secretary at the floor of the assembly to confirm a quorum). After being accredited, however, the delegates learned that Mr. Maigari (NFF President), Mr. Amadu (NFF General Secretary) and Mr. Christopher Green (NFF Executive Committee member) had been arrested and detained by the SSS. The delegates waited for their release until 2 P.M., at which point they grew restless and decided to go "en-masse" to search for their whereabouts. On their way to find their detained colleagues, the delegates were stopped and held up on the road by unidentified armed people. As a result, it became impossible to start the NFF General Assembly at 4 P.M. as originally planned. Eventually, while the delegates were still being held up by the unidentified armed people, Mr. Amadu (but not Mr. Maigari and Mr. Green) was finally released and accompanied by the Minister of Sports, Mr. Danagogo, to the Chida International Hotel in order to conduct the general assembly. Mr. Amadu's written account of what occurred at the Chida NFF General Assembly is as follows:

"... The Minister of Sports as usual gave his opening address and asked the delegates to decide on the way forward i.e. the road map as it is indicated in the notice of the Meeting and agenda. When the Minister of Sports left for the business of the Extra Ordinary Congress to commence, I started to take the roll call in accordance with the agenda and noticed persons were impersonating as delegates and answering multiple times, I stopped and pleaded with them to be civil and do the right thing, but all fell on deaf ears. I could only make out five (5) authentic members representatives, a lot of members were missing. A simple arithmetic will inform

that about 39 members were missing. I never formally invited Chief Mike Umeh to preside over this Extra Ordinary Congress, he assumed that in the absence of the President Aminu Maigari. I attempted to present the agenda containing the planned road map for a new election. Indeed, the delegates to the 26 August 2014 Extra Ordinary Congress had been invited to the meeting via a notice containing an agenda for the meeting. This agenda provided for the discussion of a new roadmap leading to the elections of a new Executive Committee. So the delegates already knew the reason and agenda of the meeting. However, the imposters shouted for election and a delegate sought to make an application to change/alter the agenda. The agenda was unlawfully altered by the imposters and other persons impersonating the delegates that were held up on the road to the Department of State Security Services, Headquarters. I raised a formal objection to the alteration but I was shouted down by the imposters. It was at the stage that I left the venue/hall for the Extra Ordinary Congress, i.e. when the attempt to conduct an impromptu election manifested”.

30. According to Mr. Amadu, he later learned that after his departure five delegates, along with other imposters, apparently conducted an election of the NFF Executive Committee. When the delegates who were held up by unidentified armed people were finally released, they converged at the Bentley Hotel (where many delegates were staying) to resume the General Assembly (hereinafter also the “Bentley NFF General Assembly”).
31. According to the Respondent, this assembly at the Bentley Hotel: (i) was conducted by Mr. Amadu; (ii) was attended by 39 out of the 44 voting members, in addition to Mr. Umeh (who also participated in the Chida NFF General Assembly where he lost the election for NFF President); (iii) *“condemned the charade that took place earlier today in the name of election that produced illegal members of the Executive Committees and called on Nigerians and FIFA to ignore the purported election”* as stated by Sir Ephraim C. Chukwuemeka’s (the Chairman of the Abia State Football Association) report to FIFA which enclosed a *“Communiqué of the General Assembly of the Nigeria Football Federation Held Today 26th August, 2014 at Hotel de Bentley Utako, Abuja”* (hereinafter “Mr. Chukwuemeka’s Report” and “Mr. Chukwuemeka’s Communiqué”, respectively); (iv) approved a new roadmap setting 4 September 2014 as the new date for the Elective General Assembly in Abuja; (v) formally dissolved Mr. Maigari’s NFF Executive Committee on the ground that its tenure had expired and approved an interim NFF Executive Committee to assist the NFF pending the holding of elections for a new Executive Committee; and (vi) approved the dissolution of both the Electoral and Electoral Appeals Committee *“due to their partisan and compromised actions”* and replaced them with new committees.
32. In support of its account, the Respondent submitted: (i) Mr. Chukwuemeka’s Report and Communiqué; (ii) the written statements of Mr. Amadu, as well as those of other several delegates to the NFF General assembly; (iii) video recordings of portions of the Chida and Bentley NFF General Assemblies, as well as of the NFF General Assembly of 30 September 2014; and (iv) video recordings of the delegates held up on the side of the road after having left the Chida NFF General Assembly in search of the detained Messrs. Maigari, Amadu and Green.
33. Additionally, as support, the Respondent had Mr. Musa Amadu and Mr. Chukwuemeka testify at the CAS hearing.
34. In his testimony, Mr. Amadu declared, *inter alia*, that:

- (i) the day before the NFF General Assembly of 26 August 2014, he received a message from the SSS inviting him to go, along with Mr. Maigari and Mr. Green, to the SSS headquarters at 8:30 A.M. the next day. Upon arrival to the SSS headquarters, all three members were detained without reason;
 - (ii) the accreditation/attendance list submitted as evidence by the Appellant is not an authentic list, as is evident from the fact that it is signed in alphabetical order, notwithstanding that such lists are always signed on a first come, first served basis;
 - (iii) he arrived at the Chida International Hotel at 4 P.M.;
 - (iv) it is his duty, as the NFF General Secretary, to orally call roll in alphabetical order and to visually verify those claiming to be present;
 - (v) while calling roll, he was harassed and pressured into accepting that 29 NFF delegates were present, which he eventually did, as he was unaware that said persons were planning to hold an impromptu election;
 - (vi) it is his duty, as NFF General Secretary, to contact all candidates to notify them of an election;
 - (vii) until 19 August 2014, the purpose of the NFF General Assembly of 26 August 2014 was to hold an election. That said, the presence at that election of all NFF members, including the NFF President, was paramount;
 - (viii) he understood FIFA's letter of 14 August 2014 as a demand that Mr. Maigari be present at the election held at the NFF General Assembly of 26 August 2014;
 - (ix) based on the circumstances (among them that most individuals interested in running in the elections could not purchase the necessary forms, as Mr. Biambo had hijacked the whole process), the NFF Executive Committee considered that it could not go forth with the election as planned. Being that it was impossible to follow the NFF Statutes strictly (specifically, the three-fourths approval requirement for the changing of an agenda), the NFF Executive Committee decided to postpone the election. To this end, by letter of 19 August 2014, Mr. Maigari informed FIFA that the elections would not take place at the NFF General Assembly of 26 August 2014, but instead at a later date to be decided by the NFF congress;
 - (x) at a meeting on 24 August 2014, it was agreed that Mr. Maigari's tenure would be extended so that he could preside over the NFF General Assembly of 26 August 2014; and
 - (xi) he never saw the results of the election held at the Chida NFF General Assembly.
35. Mr. Chukwuemeka testified, *inter alia*, that (i) 39 members left the Chida NFF General Assembly of 26 August 2014 in search of Mr. Maigari, Mr. Amadu and Mr. Green. However, on the way to the SSS headquarters, uniformed armed men prevented them from doing so (and from returning to the Chida International Hotel); and (ii) the NFF Electoral Committee changed the election agenda of the NFF General Assembly of 26 August 2014, originally set at the General Assembly of 28 November 2013 (which he admittedly did not attend).

C) Events following NFF General Assembly of 26 August 2014

36. On 28 August 2014, Mr. Biambo sent FIFA his Report.
37. The day after, on 29 August 2014, FIFA wrote to the NFF (specifically, Mr. Amadu, the General Secretary), informing that FIFA did not recognize the election that had taken place at the Chida NFF General Assembly and threatening to suspend the NFF if the officers purportedly elected on that day still continued to occupy the NFF offices by midnight on 1 September 2014. The relevant part of this letter is quoted below:

“We understand from the sequence of events that the general assembly duly convened by the NFF Executive Committee could not start as planned because some NFF members, including the president, were being held by security forces for questioning. We also note that, despite these absences, some members decided to hold an impromptu ‘elective general assembly’ while the delegates were supposed to be deciding on a new roadmap leading to elections for a new NFF Executive Committee. According to the enclosed reports, 39 out of 44 of the delegates then resolved to hold an ad hoc general assembly during which they decided that elections would be organized for 4 September 2014 and elected new members to the electoral committees.

Finally, we have learnt that the persons who claim to have been elected during the so-called ‘elective general assembly’ have come to the NFF offices claiming to be the legitimate president and members of the NFF. It also appears that the Ministry of Sports has recognised them.

As stated previously, FIFA deems the general assembly to be the highest decision-making body of any football association and that its decisions are consequently binding, provided that these comply with the member association’s own statutes. According to the facts reported to us, it appears that the vast majority of the NFF members decided to set the elections for 4 September 2014 and we consider this decision to be valid since it was taken by the highest decision-making body (the NFF general assembly) and conforms to what has been previously reported to FIFA.

As a consequence, we will not recognise the outcome of the abovementioned elections and should there still be persons claiming to have been elected and occupying the NFF offices at midnight on Monday 1 September 2014, we will bring the case to the appropriate FIFA body for sanctions, which may include the suspension of the NFF”.

38. This letter from FIFA of 29 August 2014 constitutes the decision the First Appellant is appealing against in CAS 2014/A/3744 (hereinafter also the “First Challenged Letter”).
39. In response to the First Challenged Letter, also on 29 August 2014, Mr. Giwa, presenting himself as the newly elected NFF President, sent a letter to FIFA indicating, *inter alia*, that the election of 26 August 2014 was held in accordance with the relevant NFF Statutes. According to the record, FIFA did not reply to this letter from Mr. Giwa.
40. On 2 September 2014, Mr. Chukwuemeka, for and on behalf of the NFF, wrote to FIFA complaining about the fact that Mr. Giwa and his group were still occupying the NFF’s offices in violation of the directives in the First Challenged Letter and requesting FIFA to intervene. More specifically, Mr. Chukwuemeka alleged that: (i) the five man group purportedly elected at the Chida NFF General Assembly held an illegal board meeting on 1 September 2014; (ii) the Minister of Sports, Mr. Danagogo, appeared on national television and assured Nigerians that

the on-going situation was an internal issue between two factions of the NFF, without once condemning the act of the group purportedly elected at the Chida NFF General Assembly as one of defiance; (iii) some of its members were being harassed and intimidated by the SSS while those allegedly occupying the NFF Secretariat illegally were “*walking free boasting that neither the NFF Congress nor FIFA can do anything to them*”; and (iv) Mr. Giwa, who continued to occupy the NFF offices with his five man group and to hold himself out as the NFF President, asserted to the press that the NFF’s election fixed for the 4 September 2014, would not take place as planned.

41. On 3 September 2014, FIFA again wrote to the NFF (specifically, Mr. Amadu) and informed it that, as indicated in FIFA’s letter to the NFF of 29 August 2014, given that individuals claiming to have been elected on 26 August 2014 were still occupying the NFF premises at midnight on 1 September 2014, it sent the case to the FIFA Emergency Committee, and that said committee, after having been briefed of the sequence of events of the last weeks, decided that:

- *“should there still be persons claiming to be elected and occupying the offices on Monday 8 September 2014 at 8am Swiss time, the NFF [would] be automatically suspended with immediate effect until the said persons vacate[d] the premises of the NFF and the Secretary General [i.e. Mr. Amadu] is able to come back and carry out his work without interference”.*

It reached this conclusion taking into account that: (i) Mr. Maigari, Mr. Amadu and Mr. Green had been detained by the SSS during the General Assembly of 26 August 2014; (ii) despite the absence of Mr. Maigari, the Minister of Sports opened the Chida NFF General Assembly, and soon after the agenda was altered in order to organize an immediate election, which led many delegates to leave the place and meet elsewhere; (iii) it appeared that “*some persons pretending to have been elected on that day paid a courtesy visit to the Minister of Sports and occupied the NFF offices*”; and (iv) FIFA’s deadline for the group allegedly elected in the Chida NFF General Assembly to vacate the NFF offices was not respected;

- *“[t]he NFF executive committee as it was composed on 25 August 2014, meaning under the presidency of Mr. Aminu Maigari, should then convene a first extraordinary general assembly as soon as possible to elect the members of the electoral committees and a second extraordinary general assembly in order to proceed with the elections of the new NFF office-bearers”.*

42. On 8 September 2014, Mr. Amadu, on behalf of the NFF, reported to FIFA that “*the situation of football in Nigeria [was] back to normal as requested by FIFA ...*” and that “*the General Secretary and the Management have the freedom and full access to their offices and are continuing to do their business of managing and controlling the affairs of Nigeria football without let or hindrance*”. Furthermore, Mr. Amadu confirmed that “*those persons claiming to have been elected at the Congress of 26th August 2014 ha[d] vacated the premises of the NFF and ha[d] not been sighted around the offices*”.
43. On 9 September 2014, FIFA wrote to the NFF (specifically Mr. Maigari), informing that the conditions set out in FIFA’s aforementioned correspondence of 3 September 2014 had been complied with and that, as a result, it would accordingly not suspend the NFF. In the same letter, FIFA repeated that it “*expect[ed] the NFF Executive Committee to meet as soon as possible in order to convene an extraordinary general assembly to decide on the roadmap leading to the elections which should be open to all persons complying with the NFF statutes and regulations [and] also be organised as soon as possible*

under the NFF statutes and regulations". Finally, FIFA warned the NFF that any interference or mishap with the electoral process would be sent, without prior notice or warning, to the appropriate FIFA bodies for immediate suspension of the NFF until the next FIFA Congress.

44. On 10 September 2014, Mr. Amadu sent a "*Notice of NFF General Assembly*" to all NFF members, informing them that an NFF Extraordinary General Assembly would be held on 20 September 2014 in Warri, Delta State, and that in said assembly the NFF members would be "*requested to, in line with a recent directive by world football-governing body, FIFA, elect Members of the NFF Electoral Committee and NFF Electoral Appeals Committee, in preparation for the elections into the NFF Executive Committee*" and in addition to "*set a date for the Elective Congress, which FIFA has also directed should be held at the shortest possible time*" (hereinafter the "First NFF Extraordinary General Assembly").
45. On 15 September 2014, the NFF filed an appeal against the First Challenged Letter.
46. On 17 September 2014, Mr. Amadu, on behalf of the NFF, informed FIFA that, in consonance with FIFA's directive of 9 September 2014, the NFF Executive Committee unanimously agreed that the First NFF Extraordinary General Assembly would be held in Warri, Delta State on 20 September 2014 and that in it, the NFF Executive Committee would propose a new roadmap for the election of a new NFF Executive Committee (to be conducted in a second NFF extraordinary general assembly, the date and venue of which would also be fixed and communicated in this First NFF Extraordinary General Assembly) and oversee the election of the members of the NFF Electoral Committee and the NFF Electoral Appeals Committee.
47. On 19 September 2014, the High Court issued an injunction (hereinafter the "Injunction Order of 19 September 2014"), under which, pending the hearing and determination of the "Motion on Notice" filed in the case:
 - (i) Mr. Maigari, Mr. Amadu and all other members of the "defunct" NFF Executive Committee (as so-referred to by said Court) whose tenure of office had in its view expired on 25 August 2014 were prevented from convening or holding a NFF General Assembly or a NFF Extraordinary General Assembly or conducting any election of the NFF Executive Committee, as well as from representing themselves respectively as the President, General Secretary and members of the Executive Committee of the NFF;
 - (ii) the Plateau State Football Association and all other football associations of the other 36 states of Nigeria and of the Federal Capital Territory were prevented from participating in any NFF General Assembly convened by Mr. Maigari, Mr. Amadu or any other members of the "defunct" NFF Executive Committee;
 - (iii) the Ministry of Sports was prevented from recognizing Mr. Maigari, Mr. Amadu or any other members of the "defunct" NFF Executive Committee; and
 - (iv) all aforementioned parties were prevented from interfering with the performance of the duties of the members of the NFF Executive Committee elected on 26 August 2014.
48. On 20 September 2014, the First Extraordinary General Assembly was held.

49. On 22 September 2014, Mr. Amadu, on behalf of the NFF, informed FIFA that the First NFF Extraordinary General Assembly aimed at the composition of a new NFF Executive Committee had been successfully held as planned in Warri, Delta State on 20 September 2014, with all 44 delegates of the NFF present at the event. Furthermore Mr. Amadu notified FIFA that at said assembly, the delegates unanimously approved 30 September 2014 as the date for the second assembly (hereinafter the “Second NFF Extraordinary General Assembly”) and Warri, Delta State as its venue, and appointed a new NFF Electoral Committee and new NFF Appeals Committee. Finally, Mr. Amadu formally requested that Mr. Primo Sergio Corvaro, the Head of Member Associations at FIFA, be sent to Nigeria to observe on behalf of FIFA the Second NFF Extraordinary General Assembly.
50. On 23 September 2014, Dr. Segun Odegbami (Chairman of Ewekoro Local Government Football Council) sent a petition to the Minister of Sports, copying FIFA and the NFF, among others, in which he expressed concern with whether the NFF was complying with FIFA’s directive to create a road map for a new election for the NFF Executive Committee that would be open to all persons and compliant with the NFF Statutes and regulations.
51. On 29 September 2014, the High Court issued a “*Notice of Consequences of Disobedience to Order of Court*”, in which it ordered Mr. Maigari, Mr. Amadu, and all the football associations of Nigeria, to “*take notice that unless [they] obey the directions contained in this Order [they] will be guilty of Contempt of Court and will be liable to be committed to Prison*”. According to Mr. Amadu, the High Court did not actually hold the aforementioned parties in contempt (“*[t]he Plaintiffs sought to commit us for contempt but the Court struck it out while setting aside the election and General Assemblies*”).

D) NFF General Assembly of 30 September 2014

52. On 30 September 2014, Mr. Amadu informed FIFA that the Second NFF Extraordinary General Assembly was held as planned on 30 September 2014 in Warri, Delta State, with all 44 delegates in attendance, and resulted in the election of the following members:

President:	Amaju Melvin Pinnick
1 st Vice-President:	Seyi Akinwunmi
Chairman of Chairmen:	Ibrahim Musa Gusau
Board Member:	Christopher Green
Board Member:	Suleiman Yahaya-Kwande
Board Member:	Ahmed Yusuf ‘Fresh’
Board Member:	Sunday Dele Ajayi
Board Member:	Sharif Rabiu Inuwa
Board Member:	Hussaini Modibbo
Board Member:	Baba Gana Kalli
Board Member:	Felix Anyansi-Agwu

53. Mr. Amadu also informed FIFA that said assembly was attended by highly-placed football stakeholders and observers, including Nigeria's members of CAF Standing Committees, Mr. Paul Bassey and Ms. Aisha Falode.
54. The Respondent admits that only forty-one members were represented by 2 delegates each at this Assembly, as the chairmen of the Football Associations of Ebonyi, Akwa, Ibom and Kogi States were not present. However, the Respondent points out that the Secretaries of said football associations did attend, so that all 44 members were represented.

E) Events following the NFF General Assembly of 30 September 2014

55. On 1 October 2014, the President of FIFA, Mr. Joseph S. Blatter, by letter congratulated Mr. Pinnick for being elected as NFF President:

"I would like to extend my sincere congratulations and best wishes of success on the occasion of your election as the new President of the Nigeria Football Federation.

Your knowledge and experience will certainly have an important impact on the stable development of our beautiful game in your country. You can rely on my personal support and FIFA's assistance in order to reach this goal: the doors of the home of FIFA are open whenever you wish to discuss any relevant issues concerning the game and its governance.

I wish you good luck, strength and every success for your new role and look forward to meeting you soon".

56. This FIFA letter of 1 October 2014 constitutes the alleged decision the Appellant is appealing against in CAS 2014/A/3766 (hereinafter also the "Second Challenged Letter").
57. On 3 October 2014, Mr. Suleiman Mu'azu, a former member of the NFF Executive Committee whose tenure ended on 25 August 2014, appealed to the Electoral Appeals Committee to annul the result of the 30 September 2014 election on the grounds that said election was not conducted in compliance with the NFF Statutes, the NFF Electoral Guidelines and the NFF Electoral Code. Mr. Shehu Dikko, Mr. Sani Fema and Mr. Igbokwe Leonard Ikechukwu also filed internal appeals to contest the result of the 30 September 2014 election.
58. On 8 October 2014, the NFF, through Mr. Amadu, informed FIFA that the new NFF Executive Committee had successfully held its inaugural meeting that same day and that said Committee had scheduled another meeting for 16 October 2014 to take on issues such as the constitution of standing committees. In addition, Mr. Amadu notified FIFA that the High Court, which had imposed the Injunction Order of 19 September 2014, had adjourned until 23 October 2014 because there was no proper service on the defendants in that case.
59. On 27 October 2014, Mr. Pinnick, on behalf of the NFF, informed FIFA that on 23 October 2014, the High Court had granted an order setting aside the election of 30 September 2014, in effect annulling the First and Second Extra-ordinary General Assemblies. Additionally, Mr. Pinnick stated that on 24 October 2014, he was stopped from traveling by security operatives at the Lagos airport for unstated reasons, and furthermore, that on that same day, and also on 27 October 2014, the persons claiming to have been elected on 26 August 2014, specifically

identifying Mr. Giwa, Mr. Ogba, Mr. Fema and Mr. Yahaya Adams, occupied the NFF office in Abuja, thereby willfully and deliberately misinterpreting the aforementioned court order, which did not state that they should return to office. In doing so, said individuals prevented the NFF Executive Committee, management and staff from performing their work in the Secretariat and created a state of confusion for the staff.

60. In response, on 28 October 2014, FIFA explained to Mr. Pinnick that given the circumstances alluded to in his letter of 27 October 2014, if FIFA did not have proof that the case at the High Court against Mr. Maigari, Mr. Amadu, and the Plateau State Football Association had been withdrawn by 31 October 2014 at midday Nigerian time, the matter would be referred to the FIFA Emergency Committee for implementation of a suspension on the NFF.
61. On 31 October 2014, FIFA informed Mr. Pinnick that it would not suspend the NFF since prior to 31 October 2014 at midday, as FIFA had requested, the action before the High Court had been definitively withdrawn and the NFF Executive Committee elected on 30 September 2014 was again permitted to carry out its activities without any hindrance.
62. On 4 December 2014, Mr. Amadu forwarded to FIFA the decisions of the NFF Electoral Appeals Committee regarding the internal appeals which contested the election on 30 September 2014. He explained to FIFA that all said appeals had been dismissed by majority decision, for various reasons. Mr. Amadu also forwarded to FIFA the press statements issued by the NFF Electoral Appeals Committee, which indicated that the Chairman of the NFF Electoral Appeals Committee, Mr. Okechukwu Ajunwa, “*may come up with a dissenting minority opinion*”.
63. On 5 December 2014, Mr. Ajunwa forwarded to FIFA four dissenting opinions, signed only by himself as the Chairman of the NFF Electoral Appeals Committee.
64. On 8 December 2014, Mr. Amadu replied to FIFA, explaining that the four dissenting opinions were never officially forwarded to the Secretary of the NFF Electoral Appeals Committee and, in any case, were minority opinions, as the other members of said Committee, Mr. Alh. Sani Mohammed, Mr. Dotun Coker, Mr. Victor Nwangwu and Mr. Mal. Bala Garba, (the latter two being substitute members) all endorsed the decisions forwarded to FIFA on 4 December 2014.
65. On 9 December 2014, FIFA replied to Mr. Amadu. It noted that the majority decision of the Electoral Appeals Committee upheld in their entirety the results of the election of 30 September 2014 and also went on to indicate that it was, as a consequence, pleased to be able to begin working with the new elected NFF members and the new NFF President, Mr. Pinnick.
66. Finally, on 10 December 2014, Mr. Anjuwa wrote to FIFA with respect to the majority decisions of the Electoral Appeals Committee, alleging, *inter alia* that:
 - Mr. Dotun Coker had been removed as a member of the Appeals Committee, leaving only Mr. Ajunwa and Mr. Sani Mohammed as substantive members of the Appeals Committee, the rest being only substitute members who were never upgraded to the status of substantive members of the NFF Appeals Committee.

- The deliberations were adjourned and were supposed to restart at a later date. However “[i]n less than 2 hours after the inconclusive deliberation of the Appeals Committee, Sani Mohammed along with Mr. Dotun Coker (who has already been removed on account of likelihood of bias), Victor Nwagwu and Garba Bala who are substitute members proceeded to the NFF Secretariat and thereafter, signed a two (2) - page press release wherein they allegedly upheld the entire election of 30th September, 2014 ...”.
- Since only himself and Mr. Mohammed were substantive members of the NFF Electoral Appeals Committee, said committee did not reach a “majority decision” (i.e., there was only one vote in favor of upholding the election – that of Mr. Mohammed’s – and one against – his). Since Mr. Anjuwa had the casting vote, the so-called dissenting opinions were actually endorsed by a two-thirds majority (i.e. 2 of 3 total votes).
- The tradition of the NFF with respect to determining election disputes has always been to have the Chairman of the NFF Electoral Appeal Committee sign all the decisions. However, the so-called “majority decision” was neither signed by Mr. Anjuwa nor was he privy to it.

IV. SUMMARY OF THE PROCEEDINGS BEFORE THE CAS

67. On 15 September 2014, the NFF filed its statement of appeal in the case CAS 2014/A/3744, together with a request for provisional measures pursuant to Article R37 of the Code of Sports-related Arbitration (hereinafter the “CAS Code”), asking in particular that the CAS “provisionally order FIFA to recognise the election of 26 August 2014”.
68. On 16 September 2014, the Respondent filed its answer to the Appellant’s request for provisional measures and, later that same day, the President of the CAS Appeals Arbitration Division rendered an Order on provisional measures denying the Appellant’s request.
69. On 25 September 2014, the Appellant filed a second urgent request for provisional measures, requesting specifically that, until the CAS issued its final award on the merits, (i) the election of 26 August 2014 be provisionally recognized, (ii) FIFA be ordered not to interfere in the internal affairs of the NFF, (iii) FIFA be ordered to refrain from taking any sanction against the NFF in connection with the outcome of the said election, and (iv) FIFA be ordered to communicate exclusively with the authorities elected in the election of 26 August 2014.
70. On 26 September 2014, the President of the CAS Appeals Arbitration Division issued an Order on provisional measures, denying the Appellant’s request of the previous day.
71. On 30 September 2014, in accordance with Article R51 of the CAS Code, the NFF filed its appeal brief in the case CAS 2014/A/3744, including a request for production of documents.
72. On 6 October 2014, the NFF filed a statement of appeal in the case CAS 2014/A/3766. Initially, the Ebony State Football Association (hereinafter “ESFA”) – i.e., one of the regional federations constituting the NFF – was also an Appellant in that appeal. However, three months later, on 6 January 2015, pursuant to Article R64.2 of the CAS Code, the CAS Secretary General declared that, due to EFSA’s failure to pay its share of the advance on costs, the appeal brought

by EFSA had to be deemed withdrawn and EFSA was dismissed as an Appellant. Such being the case, the Panel holds that no further reference to the EFSA is necessary in this award.

73. On 10 October 2014, the NFF filed its appeal brief in the case CAS 2014/A/3766, *inter alia* reiterating its request for production of documents.
74. On 15 October 2014, the President of the CAS Appeals Arbitration Division decided that the same Panel would simultaneously deal with the two appeal proceedings in accordance with Article R50 of the CAS Code. The Parties did not raise any objection.
75. On 31 October 2014, the CAS Court Office forwarded the copy of the consolidated case file to the Panel constituted of Prof. Massimo Coccia, Mr. Clifford J. Hendel and Prof. Ulrich Haas.
76. Also on 31 October 2014, the NFF submitted a third urgent request for provisional measures, requesting that the CAS order with immediate effect that FIFA “*refrain from taking any measure against the Nigerian Football Federation amounting to its suspension from all football activities worldwide until the CAS issues its award on the merits*”. Before the Panel decided on this request, the Appellant withdrew it on 3 November 2014.
77. On 18 November 2014, the CAS Court Office informed the Parties that the Panel called for the hearing to be held on 14-15 January 2015 in Lausanne. The CAS Court Office invited the Parties to provide it with the names of all those who would be attending the hearing and with the signed Order of Procedure.
78. Also on 18 November 2014, in accordance with Article R55 of the CAS Code, the Respondent filed its answer for cases CAS 2014/A/3744 and CAS 2014/A/3766.
79. On 25 November 2014, having regard to the pending request for production of documents, the Panel invited the Appellant to inform it within 2 December 2014 whether it agreed with the Respondent’s assertion that it had submitted all the documents related to the dispute and that, therefore, the Appellant’s request for disclosure had become moot. In the event the Appellant did not agree with said assertion, the Panel invited the Appellant to specify, within the same deadline, of which documents it still sought production, making use of an attached “Redfern Schedule”. In addition, the Panel invited the Parties to send, by 15 December 2014, a complete list of the witnesses that they expected would testify at the hearing.
80. On 26 November 2014, the Respondent returned the signed Order of Procedure, specifying however that, as stated in its Answer, it did not consider the persons appealing the First and Second Challenged Letters as entitled to proceed on behalf of the NFF.
81. On 26 November 2014, the CAS Court Office informed the Parties that Mr. Francisco Larios would act as *ad hoc* clerk in the present proceedings.
82. On 28 November 2014, the CAS Court Office, having still not received the Appellant’s signed Order of Procedure, set a new deadline – 3 December 2014 – for such order to be submitted.

83. On 1 December 2014, the Appellant, referencing the CAS Court Office's letter of 25 November 2014, requested an extension until 9 December 2014 to submit its position on the production of documents issue. The President of the Panel granted the requested extension and asked that by the same deadline – 9 December 2014 – the Appellant sign and return the Order of Procedure.
84. On 9 December 2014, the Appellant requested for another extension of one week to file the Order of Procedure and express its views on the production of documents issue. In addition, the Appellant notified the CAS that it seemed, according to press articles, that (i) the internal appeals against the election of 30 September 2014 had been concluded and ruled that said election was flawed and should be re-run, and (ii) that new elections might in fact be held.
85. In response, on 10 December 2014, the Panel granted the Appellant an extension until 15 December 2014 to sign and return the Order of Procedure and to submit its position with regard to the production of documents issue. For any further extensions in relation to the latter issue, the Panel made it clear that the Appellant would have to find an agreement with the Respondent by 12 December 2014 at 5:00 PM, failing which the Panel would decide thereon. Finally, the Panel set 15 December 2014 as the deadline for the Parties to disclose any information and documents that they may have on the current situation in Nigerian football and to comment on the issue of possible new elections within the NFF.
86. On 15 December 2014, in compliance with the Panel's instructions, the Respondent disclosed to the CAS the news it had about the current situation in Nigerian football and commented on the issue of new elections with the NFF. The Respondent also informed the CAS on the same day that it intended to call as witnesses at the hearing Mr. Musa Amadu, General Secretary of the NFF, and Mr. Abia Chukwuemeka, Chairman of Abia State Football Association. To this end, the Respondent requested further instructions as to the dates on which their testimony would be heard so that it could take all the necessary steps to arrange their appearance.
87. Also on 15 December 2014, the Appellant notified its agreement to the Respondent's assertion that it had disclosed all the documents related to the present dispute and, therefore, it acknowledged that its requests for production of documents had become moot.
88. On 16 December 2014, with reference to its letter of 19 November 2014 and in the absence of any information from the Appellant on the names of the persons who would be attending the hearing, the CAS Court Office granted a new deadline – 23 December 2014 – for the Appellant to submit such information.
89. Also on 16 December 2014, Mr. Rigozzi informed the CAS that he, along with Mr. Oliver Jaberg, would be attending the hearing on behalf of the Respondent.
90. On 19 December 2014, Mr. Ibarrola informed the CAS that he was no longer the counsel for the Appellant and instructed the CAS to send all future communications directly and exclusively to Mr. Giwa, of whom he provided the addresses. Accordingly, that same day, the CAS Court Office wrote directly to Mr. Giwa and informed him of the deadline of 23 December 2014 to submit the names of the persons who would be attending the two-day hearing of 14-15 January.

91. On 23 December 2014, the CAS Court Office reminded the Appellant of this deadline, clarifying that the request to indicate the names of persons who would be attending the hearing also implied that it specify the witnesses that would be testifying.
92. On 24 December 2014, the CAS Court Office, referencing its letters of 19 November, and 16, 19 and 23 December, noted that the Appellant had failed to provide it with the names of the persons who would be attending the hearing. The CAS Court Office thus gave an ultimate deadline until 9 January 2015 for the Appellant to do so, reminding that the names should also include the witnesses that would be testifying.
93. On 29 December 2014, sending the communication to Mr. Giwa by email and by courier, the Panel advised the Appellant that if it did not provide the names of the persons attending the hearing on its behalf (including witnesses) within the applicable deadline of 9 January 2015, the Panel would presume that the Appellant would not be attending the hearing, and, in such case, reserved the right to cancel the hearing in accordance with Article R57 of the CAS Code after consulting the Respondent.
94. On 6 January 2015, the Respondent informed the CAS that unfortunately Mr. Chukwuemeka was unable to obtain a visa in time; therefore, he would not be able to attend the hearing. As a result, the Respondent requested that Mr. Chukwuemeka be permitted to give evidence over the phone during the hearing, in the event the hearing was not cancelled. Finally, the Respondent confirmed that Mr. Amadu would be able to attend the hearing.
95. On 12 January 2015, Mr. Giwa notified the CAS that he would be personally attending the two-day hearing of 14-15 January 2015, but that he was unable to arrange for the travel of any witnesses, requesting, in light of this, that the Panel permit them to testify by telephone, without however mentioning the names of those witnesses.
96. On 12 January 2015, the CAS Court Office notified the Parties that the Panel, in light of Mr. Giwa's letter of that day, had decided not to cancel the two-day hearing of 14-15 January 2015. The CAS Court Office added that the Panel would decide at the beginning of the hearing whether it would allow the testimony of witnesses by telephone and, in that respect, that the Appellant had until noon on 13 January 2015 to indicate the names of the witnesses it intended to be heard, failing which the Panel would not allow the testimony of any witnesses by telephone. Finally, the Parties were reminded that the Panel reserved its right to close the hearing after only one day (on 14 January 2015) if circumstances would so warrant.
97. The hearing took place on 14 January 2015 at the CAS headquarters in Lausanne and was closed by the evening of that first day.
98. In attendance at the hearing were Mr. Chris Giwa, representative of the Appellant and called as witness, assisted by Mr. Jorge Ibarrola (reappointed as counsel for the Appellant just before the hearing), Ms. Natalie St. Cyr Clarke and Ms. Maria Gómez (also as legal counsel for the Appellant), as well as Mr. Antonio Rigozzi (legal counsel for FIFA) and Mr. Oliver Jaberg (FIFA Head of Corporate Legal). Mr. Musa Amadu (witness for the Respondent) was also present.

99. At the outset of the hearing, the Parties confirmed that they did not have any objection as to the constitution and composition of the Panel. Also at the beginning of the hearing, the Appellant offered to withdraw both appeals on condition that FIFA agreed that the NFF conduct new elections. The Respondent rejected this proposal.
100. Then, the Panel preliminarily noted the Appellant's failure to provide the CAS with the names of the witnesses that the NFF wished to be heard, notwithstanding the CAS' communications to the Appellant of 16, 19, 23, 24, 29 December 2014 and 12 January 2015. The Panel observed that such failure would in principle preclude the Appellant from hearing any witness, as the Respondent could not properly prepare cross-examination. However, upon the Panel's suggestion, the Respondent agreed to permit the Appellant to call to testify, in addition to Mr. Giwa, one of the other individuals listed as possible witnesses in the Appellant's appeal briefs; the Appellant so designated Mr. Adama Yhaya as witness to be heard over the telephone. The Panel also permitted the Respondent to have Mr. Chukwuemeka testify by telephone.
101. After the Parties' opening statements, the Panel heard the testimony of Mr. Giwa and of Mr. Amadu as well as the testimony by telephone of Mr. Chukwuemeka and of Mr. Yhaya. Each witness was examined by the party who had called him, cross-examined by the other party and questioned by the Panel.
102. The Appellant agreed at the hearing to permit, and the Panel accepted, the Respondent to submit the letter from the NFF to FIFA dated 19 August 2014 and the letter from FIFA to the NFF dated 21 August 2014, which were not included as exhibits in either Party's written submission, and the contents of which are summarized in paragraphs 20 and 21 above.
103. At the end of the hearing, after their closing submissions, both Parties acknowledged that the Panel had respected their procedural rights.

V. OVERVIEW OF THE PARTIES' POSITIONS

104. The following is a brief summary of the Parties' submissions and does not purport to include every contention put forth by the Parties. However, the Panel has considered in its deliberations all of the evidence and arguments submitted by the Parties, even if no specific or detailed reference has been made to those arguments in the following overview of their positions or in the ensuing discussion on the law.

A) The Appellant: NFF

105. According to the Appellant, the election held at the NFF General Assembly of 26 August 2014 complied with the FIFA Statutes and with all the pre-election requirements set out in the NFF Statutes, and, thus, its results should be considered valid. By contrast, the Appellant believes that the NFF General Assembly of 30 September 2014 did not comply with the same statutes, and, therefore, was irregularly constituted and should be considered null and void. In addition to making said arguments on the merits, the Appellant also countered the Respondent's objection to the admissibility of the Second Challenged Letter and provided its position concerning the law applicable to both appeals.

i) Reply to the Respondent's objection to the admissibility of the Second Challenged Letter

106. As will be discussed further in the summary of the Respondent's position, the Respondent objects to the admissibility of the appeal against the Second Challenged Letter on the basis that said letter does not qualify as an appealable decision. At the hearing, the Appellant disagreed with the Respondent's objection and insisted that the Second Challenged Letter did in fact qualify as an appealable decision.
107. The Appellant argued that in interpreting Article 17, para. 3 of the FIFA Statutes, *a contrario*, it either grants FIFA the power to positively recognize the elections of its member associations or, alternatively, creates a presumption of validity of such elections, which is rebuttable only if the "[m]ember's statutes fail to provide a procedure that guarantees the complete independence of the election" (Article 17, para. 2). In its view, under either of said interpretations, the Second Challenged Letter must be considered as having confirmed FIFA's recognition of the election. The Appellant acknowledged that if a member association fails to provide the warranties demanded in Article 17, para. 2, then FIFA is empowered to deny recognition of an election of that member association.
108. Additionally, the Appellant argued that based on the circumstances under which the Second Challenged Letter came about – referencing in particular that it comes from the highest member of FIFA (i.e. Mr. Blatter, the FIFA President) and that FIFA had denied recognition of the previous election of 26 August 2014 – the letter could not be understood as anything other than FIFA's recognition of the election of 30 September 2014, as it, at minimum, essentially notified the NFF that FIFA had decided not to invoke its power under Article 17, para. 3 of the FIFA Statutes to deny recognition of that election.
109. Either way, the Appellant is of the opinion that the effect of the Second Challenged Letter was to freeze the legal situation. In its view, the Second Challenged Letter cannot be treated any differently than the First Challenged Letter, as both produced a concrete legal effect on the NFF.

ii) Applicable law

110. According to the Appellant, the applicable laws are the FIFA regulations, as well as the NFF Statutes 2010 and the NFF Electoral Code. The Respondent points to Article R58 of the CAS Code and Article 13 of the FIFA Statutes to support that, as a FIFA member association, the NFF is subject to the FIFA regulations. The Respondent then cites Article 17, para. 2 of the FIFA Statutes and Article 28, para. 4 of the NFF Statutes (which states, "*The elections shall be conducted in accordance and in compliance with Electoral Code of the NFF as directed by FIFA*") in an effort to back that the NFF Statutes 2010 and the NFF Electoral Code are also applicable to both appeals.

iii) Validity of the Chida NFF General Assembly of 26 August 2014 and of the elections held therein

111. In its written submissions, the Appellant first contends that despite FIFA being entitled under the provisions of the NFF Electoral Code to invalidate under certain circumstances an election

of the NFF, each reason FIFA gave in the First Challenged Letter for not recognizing the elections held at the General Assembly of 26 August 2014 was either factually incorrect and/or was not a sufficient ground for said non-recognition. In fact, in its view, FIFA made a “*snap decision based on very little and/or inaccurate information and has filled in the gaps with its own leanings and politics ...*”.

112. In support of its contention, the Appellant first argues that the detention of Mr. Maigari, Mr. Amadu, Mr. Green and other NFF members is not a sufficient ground to not recognize the elections of 26 August 2014 because their absence did not actually affect the valid holding of the Chida NFF General Assembly. On this point, the Appellant underscores that Mr. Maigari’s presence at that assembly was not required because he was not an electoral candidate. Moreover, the Appellant stresses that even though the NFF President has the duty pursuant to Article 21, para. 3 of the NFF Statutes to “*conduct the General Assembly business*”, in his absence, the First Vice-President can indeed take over according to Article 38, para. 6 of the NFF Statutes (“*if the President is absent or unavailable, the 1st Vice-President shall deputize*”). In the Appellant’s view, this is exactly what occurred at the Chida NFF General Assembly; in Mr. Maigari’s absence, the then NFF First Vice-President, Chief Umeh, presided.
113. Second, also in support of its contention that FIFA had insufficient grounds for not recognizing the election held at the Chida NFF General Assembly, the Appellant argues that said assembly was validly convened. On this point, the Appellant specifically argues that:
- it is untrue, as FIFA claims in the First Challenged Letter, that the NFF members “*decided to hold an impromptu ‘elective general assembly’ while the delegates were supposed to be deciding on a new roadmap leading to elections for a new NFF Executive Committee*”. On the contrary, the date for the election – 26 August 2014 – and the agenda – to hold an election for the NFF Executive Committee – were fixed at the NFF General Assembly of 28 November 2013. The purported agenda for a new roadmap, on the other hand, was not known to NFF members in advance of the NFF General Assembly of 26 August 2014, as is required by Article 12, para. 1(a) of the NFF Statutes (members have the right “*to take part in the General Assembly of NFF, to know its agenda in advance, to be called to the General Assembly within the prescribed time and to exercise their voting rights ...*”).
 - the NFF General Assembly of 26 August 2014 was conducted in full compliance with the NFF Statutes and with Article 17 of the FIFA Statutes, as shown by the following circumstances:

First, a quorum was met, as 29 of the 44 delegates with the right to vote remained after several delegates walked out, in conformity with Article 24, para. 1 of the NFF Statutes, which states “*Decisions passed by the General Assembly shall only be valid if the absolute majority (50+1) of the members who are entitled to vote are represented*”. In this respect, the Appellant adds that, even in the hypothetical situation that a quorum was not met, the correct course of action per Article 24, para. 3 of the NFF Statutes would have been for the NFF General Assembly to take place 24 hours later with the same agenda.

Second, the objection raised by Mr. A.E. Ogunmola against the new agenda – discussing a roadmap – was well-founded, given that, as previously mentioned, the members were

not notified of such agenda in advance in accordance with Article 12, para. 1(a) of the NFF Statutes, nor were the requirements to alter the agenda of an NFF General Assembly met. With respect to the latter, the Appellant points out that according to Article 28, para. 3 of the NFF Statutes *“the agenda of an Ordinary General Assembly may be altered, provided three-quarters of the Members present at the General Assembly and eligible to vote agree to such a motion”*. The Appellant concludes that since the new roadmap was not part of the agenda, the NFF General Assembly of 26 August 2014 could not make any decision on that matter, as it would be in contravention of Article 12, para. 4 of the NFF Statutes, which stipulate *“The General Assembly shall not make a decision on any point not included in the agenda”*.

114. Furthermore, the Appellant contends that since nobody appealed to the NFF Electoral Appeals Committee the election of 26 August 2014 within the time limit prescribed in Article 19 of the NFF Electoral Code (3 working days) and Article 12 of the NFF Electoral Code (14 days), the relevant stakeholders must have considered said election to be democratic and in compliance with the relevant statutes, including Article 17, para. 2 (*“Each Member shall manage its affairs independently and with no influence from third parties”*) and Article 17, para. 3 (*“A Member’s bodies shall be either elected or appointed in that association. A Member’s statutes shall provide for a procedure that guarantees the complete independence of the election or appointment”*) of the FIFA Statutes.
115. At the hearing, the Appellant reiterated that the election of 26 August 2014 was held in full compliance with the relevant FIFA and NFF regulations, citing in support of such compliance the fact that nobody challenged the election. In its view, the NFF followed the procedure the NFF adopted on 28 November 2013 by the book. It was only a few days before the General Assembly that a dispute arose as to the change in agenda. Finally, the Appellant also restated its belief that FIFA’s decision in the First Challenged Letter to not recognize the election of 26 August 2014 was a violation of the FIFA Statutes and NFF Statutes.

iv) Irregularity of the alleged Bentley NFF General Assembly of 26 August 2014

116. With respect to FIFA’s point that 39 of the 44 delegates formed an “ad hoc” NFF General Assembly at the Bentley Hotel on 26 August 2014 to discuss a new roadmap for the elections, the Appellant contends that said assembly was not convened in accordance with the relevant statutes. Thus, the decision rendered therein is of no consequence and nonbinding on NFF members. To support this contention, the Appellant submits that according to Article 29 of the NFF Statutes, an “Extraordinary General Assembly” (being the closest thing to an “ad hoc” NFF General Assembly which does not exist under the NFF statutes) can only be convened by the Executive Committee at any time, or if one-fifth of the members make such a request in writing, and, additionally, must be held one month or more from the notification, neither of which requirements were satisfied. Moreover, the Appellant argues that 39 of the 44 delegates could not have possibly been at the Bentley Hotel, given that 29 of the delegates were present at the Chida NFF General Assembly during the same time frame.
117. At the hearing, the Appellant added that it is incomprehensible why the delegates that left the Chida International Hotel in search of Mr. Maigari did not return to that hotel after having been

prevented, by the unidentified armed individuals, from advancing towards the SSS headquarters, considering that said individuals did not prohibit the delegates from doing so.

v) ***Invalidity of the General Assemblies of 20 and 30 September 2014 and of the elections of 30 September 2014***

118. The Appellant disputes the validity of the General Assemblies of 20 September and 30 September 2014 and of the elections held in the latter occasion, arguing that they did not conform to the NFF Statutes.

119. First of all, according to the Appellant, the requirements for calling an NFF Extraordinary General Assembly were not met. In particular, the Appellant points out that the requirement of one-month's advance notice was not fulfilled for either the First NFF Extraordinary General Assembly (of 20 September 2014) nor for the Second (of 30 September 2014). The First NFF Extraordinary General Assembly was called less than one month before on 26 August 2014 and the Second NFF Extra-ordinary General Assembly was arranged and took place a mere 10 days after the First. Moreover, the invitations for the Second NFF Extraordinary General Assembly were provided only 5 days in advance on 25 September 2014, and did not even include the list of candidates (said list was not published in the press until only four days prior to the said assembly).

120. Second, the Appellant argues that the elections contravened Articles 33, para. 5, 39, para. 3 and 39, para. 4 of the NFF Statutes and Articles 10 and 13 of the NFF Electoral Code, which require that candidatures be delivered to the NFF General Secretariat at least 2 months before the date of the relevant elective NFF General Assembly and that the NFF General Secretariat notify the members of the candidates at least one month before the date of the assembly. According to the Appellant, since the list of candidates for the Second NFF Extraordinary General Assembly is allegedly different than that of the Chida NFF General Assembly, the procedural requirements of Articles 33, para. 5, 39, para. 3 and 39, para. 4 had to be re-satisfied. Having failed to meet said requirements, the elections of 30 September 2014 should be considered irregularly convened.

121. At the hearing, the Appellant confirmed its belief that the elections of 30 September 2014 were not valid due to the previously mentioned violations of the NFF Statutes and NFF Electoral Code, and of Article 17, para. 2 of the FIFA Statutes. The Appellant added that it found discriminatory that FIFA strictly enforced the relevant regulations to the Chida NFF General Assembly, but not to the NFF General Assembly of 30 September 2014.

122. In view of the above, the Appellant submitted the following motions for relief:

In the appeal brief of CAS 2014/A/3744:

“The Nigeria Football Federation applies for the Court of Arbitration for Sport to rule as follows:

1. *The decision issued by FIFA on 29 August 2014, confirmed on 3 and 9 September 2014, not to recognise the outcome of the elections celebrated on 26 August 2014 by the General Assembly of the Nigeria Football Federation is annulled.*

2. *FIFA is ordered to recognise the outcome of the elections celebrated on 26 August 2014 by the General Assembly of the Nigeria Football Federation.*
3. *FIFA shall bear the costs of this arbitration and reimburse any and all advances of costs paid by the Appellant.*
4. *FIFA shall be ordered to compensate the Appellant for the legal and other costs incurred in connection with these proceedings, in an amount to be determined at the full discretion of the Panel”.*

In the appeal brief of CAS 2014/A/3766:

“The Nigeria Football Federation applies for the Court of Arbitration for Sport to rule as follows:

On the merits:

1. *The decision issued on 1 October 2014 by FIFA, to recognise the outcome of the elections celebrated on 30 September 2014 by the General Assembly of the Nigeria Football Federation is annulled.*
2. *FIFA shall bear the costs of this arbitration and reimburse any and all advances of costs paid by the Appellants.*
3. *FIFA shall be order to compensate the Appellants for the legal and other costs incurred in connection with these proceedings, in an amount to be determined at the full discretion of the Panel.*

Procedurally:

4. *The present procedure shall be consolidated with the arbitration pending with the CAS under the reference CAS 2014/A/3744”.*

B) The Respondent: FIFA

123. The Respondent made preliminary objections to the admissibility of the appeals against the First and Second Challenged Letters, requesting that both appeals be dismissed as inadmissible. Then, without prejudice to said objections, the Respondent addressed the merits of the dispute. In this regard, the Respondent not only confronted the Appellant’s arguments, but also provided a positive case that, on 29 August 2014, FIFA was entitled to *not recognize* the election held at the Chida NFF General Assembly. As a consequence, in FIFA’s view, the appeal against the First Challenged Letter, if not held as inadmissible, must be dismissed on the merits.

i) FIFA’s objection to the admissibility of the appeal against the First Challenged Letter

124. The Respondent objects to the admissibility of the appeal against the First Challenged Letter on two grounds.

125. The first ground is that the NFF lacks standing to sue. In support of this, the Respondent argues that while the NFF appears on paper as being the Appellant in appeal CAS 2014/A/3744, it is the individuals purportedly elected to the NFF Executive Committee on 26 August 2014, i.e. Mr. Giwa, Chief Obinna Ogba, Chief Johnson Effiong and the other members (hereinafter also “Mr. Giwa *et al.*”), acting in their own personal interest in being recognized as elected members of that committee and not in the NFF’s (non-profit) interest, that challenge FIFA’s decision in

the First Challenged Letter to deny recognition of the 26 August 2014 election. In the Respondent's opinion, this means that Mr. Giwa *et al.*, and not the NFF, had standing to sue and should have filed the appeal against the First Challenged Letter within the 21-day time limit of Article 67 of the FIFA Statutes. Having failed to do so, however, the First Challenged Letter became final and binding against Mr. Giwa *et al.* and can no longer be challenged "under the cover" of the NFF. As a result, the Respondent believes that the appeal CAS 2014/A/3744 should be held inadmissible or, in the alternative, dismissed under Article 75 of the Swiss Civil Code ("CC").

126. At the hearing, the Respondent confirmed that the appeal against the First Challenged Letter should be considered as inadmissible for lack of standing to sue. The Respondent argued that since it is Mr. Giwa *et al.* who should have filed the appeal in their own names, considering that the appeals were filed in their own interest to be recognized as elected members of the NFF Executive Committee, and not in the NFF's interest, the NFF does not have standing to sue. The Respondent added that the NFF is recognized and has a recognized and legitimate board within the FIFA framework; as such is the case, it has no legal interest in annulling FIFA's decision to deny recognition of the election of 26 August 2014. Only the "pseudo-body" made up of those individuals purportedly elected to the NFF Executive Committee at the election of 26 August 2014 has such an interest, because that is the body that does not exist for the purposes of FIFA.
127. The Respondent's second ground for objecting to the admissibility of the appeal against the First Challenged Letter is that Mr. Giwa *et al.* had no authority to engage the NFF in an arbitration before the CAS. In this respect, the Respondent asserts in its Answer that if the Panel were to hold that the individuals purportedly elected to the NFF Executive Committee on 26 August 2014 "*were not validly elected, then the NFF did not validly engage in the arbitration and the appeals filed on its behalf should be declared inadmissible irrespective of any issue regarding the standing to appeal*".
128. At the hearing, the Respondent clarified that even if the Panel were to hold that FIFA legitimately denied recognition of the 26 August 2014 election (as opposed to finding said election invalid), the appeal against the First Challenged Letter would have to be considered as inadmissible for Mr. Giwa *et al.*'s lack of authority to represent the NFF. In the Respondent's view, if not recognized by FIFA, Mr. Giwa *et al.* do not have the authority to act (including by engaging a CAS appeal) on behalf of the NFF.
129. The Respondent referred to this issue as one of "double relevance", because in its view, in order to determine whether the appeal is inadmissible based on Mr. Giwa *et al.*'s lack of authority to represent the NFF, the Panel must enter into the merits of the case.
130. The Respondent added at the hearing that the appeal against the First Challenged Letter was "abusive". On this point, the Respondent explained that Mr. Giwa *et al.* were just a "pseudo-body" without the capacity to engage or represent the NFF in the appeal against the First Challenged Letter. Thus, the filing of said appeal has created an abuse of process, in which the NFF, being improperly represented by a "pseudo-body", would bear all the financial consequences in the event of a decision in favor of the Respondent. That is to say, if Mr. Giwa

et al. were to lose the appeal, they would suffer no consequences with respect to the arbitration costs and contribution to the Respondent's legal fees and expenses, because they are essentially invalidly "under the cover" of the NFF. Such consequences would actually fall unjustly on the NFF. The Respondent stressed that, for this reason, it decided to request in its motions for relief that Mr. Giwa *et al.* be personally condemned to pay all costs of the present arbitration and to pay compensation for the legal fees and costs FIFA incurred before the CAS, this as an alternative action to condemning the NFF to make such payments.

ii) FIFA's objection to the admissibility of the appeal against the Second Challenged Letter

131. The Respondent objects to the admissibility of the appeal against the Second Challenged Letter on three grounds.
132. The first two of the Respondent's objections are identical to the objections it made to the admissibility of the appeal against the First Challenged Letter (see *supra* at paras. 125 to 129).
133. In brief, the Respondent's first objection to the admissibility of the appeal against the Second Challenged Letter is that the NFF lacks standing to sue, because it is not the NFF, but rather Mr. Giwa *et al.*, that should have filed the appeal against said letter. The Respondent's second objection is that the NFF did not validly engage the appeal against the Second Challenged Letter, since Mr. Giwa *et al.* had no authority to engage or represent the NFF in such an appeal. Again, the Respondent referred to this as an issue of "double relevance". At the hearing, the Respondent also added, like it did with appeal CAS 2014/A/3744 (see *supra* at para. 130), that appeal CAS 2014/A/3766 is an abusive one.
134. As a third objection to the admissibility of the appeal against the Second Challenged Letter, the Respondent submits that said letter may not be appealed because a letter that merely congratulates a person on winning an election does not qualify as an appealable decision. In support, the Respondent argues that the Second Challenged Letter has no substantive effect and contains no *animus decidendi*, i.e. no intention of a body of the association, here FIFA, to decide on a matter; rather, it is merely aimed at congratulating Mr. Pinnick on being elected as the new NFF President. The Respondent compares this letter to the letter of 29 August 2014, which it admits does qualify as a decision. The Respondent also avers that the proper way of challenging the election of 30 September 2014 would have been through the available internal remedies, instead of through a challenge of a letter congratulating the new NFF President.
135. At the hearing, the Respondent confirmed this objection and added that the *animus decidendi* that the Appellant alleged the Second Challenged Letter contained – that FIFA positively recognized the election of 26 August 2014 – could not exist because FIFA simply did not (and does not) have the power under Article 17 of the FIFA Statutes, or pursuant to any other of its regulations, to recognize the elections of its member associations. In this respect, the Respondent underlined that Article 17, para. 3 of the FIFA Statutes – the provision that according to the Appellant supposedly grants FIFA the power to positively recognize the elections of its member associations – only stipulates that a member association's elections not in compliance with para. 2 of the same article, "*shall not be recognized by FIFA*" (emphasis added). In the Respondent's view, the meaning of this provision is that FIFA only has the power to deny recognition of an election of one of its member associations, but neither the power nor duty to recognize one.

The Respondent added that it is not FIFA's practice to positively check the elections of its member associations. Finally, the Respondent concluded that, in view of FIFA's lack of power to positively recognize an election of one its member associations, the Second Challenged Letter could not "freeze" the legal situation, as the Appellant maintained.

iii) *FIFA's right to deny recognition to national federations' elections under Article 17 of the FIFA Statutes*

136. FIFA contends that it was entitled to not recognize the election of 26 August 2014, citing as support Articles 13, para. 1 and 17, para. 1 of the FIFA Statutes, pursuant to which the NFF, like all FIFA members, had the obligation to manage its affairs without undue interference of third parties, and Articles 17, paras. 2 and 3 of the FIFA Statutes, under which FIFA could deny recognition to any person or organ not elected in compliance with the FIFA and NFF statutes.
137. The Respondent insists that the disputed elections were marred with fraud, specifically pointing to the facts that: (i) Mr. Maigari, Mr. Amadu and Mr. Green were prevented *manu militari* from participating in the Chida NFF General Assembly; (ii) 39 delegates were stopped and held up by unidentified armed people while in search of the detained Mr. Maigari, Mr. Amadu and Mr. Green; and (iii) the Nigerian courts continuously interfered with the NFF's internal affairs. The Respondent concludes that, against this background, it is clear the Nigerian government was unduly interfering with the NFF affairs. Therefore, following the FIFA Statutes, FIFA could elect to not recognize the results of the elections held at the Chida NFF General Assembly.
138. The Respondent then objects to the Appellant's argument that the General Assembly of 26 August 2014 was not affected by the detention of the President and other NFF members because Article 21, para. 3 of the NFF Statutes purportedly permitted the then NFF Vice-President to chair the General Assembly. According to the Respondent, the evidence submitted demonstrates that Chief Umeh actually left the Chida NFF General Assembly at some point to join the 39 members at the Bentley General Assembly, so he could not have possibly chaired the former assembly in its entirety. The Respondent argues that, in any event, the Appellant did not contest the fact that the NFF President must conduct the NFF General Assembly business pursuant to Article 21, para. 3 of the NFF Statutes.
139. Furthermore, the Respondent points out that on 14 August 2014 since "... *the situation ha[d] turned so confused while elections [were] planned to take place on 26 August 2014*", FIFA decided to impose on the NFF specific requirements for the organization of said elections, in particular that the assembly be presided by Mr. Maigari ("*we advise you that President Maigari must preside over the NFF Congress on 26 August*") and that a new roadmap be submitted to FIFA. However, the NFF did not contest this decision within the prescribed 21-day time limit of Article 67, para. 1 of the FIFA Statutes, so FIFA's decision of 14 August 2014 became final and binding against the NFF and the NFF was not entitled to proceed with the elections without Mr. Maigari presiding over the general assembly and without first submitting a new roadmap.
140. The Respondent concludes in its answer that "*As the Appellants do not contest the obligation to observe the Statutes, regulations decision and Code of Ethics of the FIFA in their activities (Article 7(1) of the FIFA Statutes; Article 7 of the NFF Statutes), their appeals should fail as they are based on the premise that the 26*

August 2014 election is valid while they have not challenged the very requirements that make such decision invalid”.

141. At the hearing the Appellant stressed that, in violation of Article 17 of the FIFA Statutes, governmental influence did occur, namely the SSS’s detainment of Messrs. Maigari, Amadu and Green. It also referenced the interference of the unidentified armed individuals as a third party influence giving rise to a violation of Article 17. On this point, it clarified that irrespective of whether the unidentified armed individuals were law enforcement or not, they must still be considered as third parties under Article 17.
142. The Respondent also emphasized at the hearing that under Article 17 of the FIFA Statutes, FIFA only has the *right* to *not* recognize an election that it considers to have been lacking in independence and in freedom of third party influence; it does not, however, have the *duty* to recognize all elections it considers independent and free of third party influence under Article 17 of the FIFA Statutes.
143. Finally, the Respondent stressed that the rationale for Article 17 was to protect from third party influence, especially of the governmental kind. Specifically with respect to Article 17, para. 2, the Respondent maintained that the purpose of “*a procedure that guarantees the complete independence of an election*” is to avoid third party influence.

iv) Invalidity of the elections of 26 August 2014

144. Without prejudice to its positive case, the Respondent also rejects the validity of the election of 26 August 2014.
145. Mr. Amadu declared in his written statement, and confirmed at the hearing, that: (i) while 44 delegates signed the accreditation/attendance list at the start of the Chida NFF General Assembly, 39 delegates (a.k.a. chairmen) left the venue in search of Mr. Maigari, Mr. Green and himself, when notified of their detainment by the SSS; (ii) after his release, he went to Chida International Hotel and, when taking roll call, he noticed that some individuals were impersonating the delegates and answering multiple times and that only five authentic delegates were present; (iii) he left the Chida International Hotel after it became clear that the impersonators were attempting to conduct an impromptu election by unlawfully altering the agenda; (iv) he never invited Chief Umeh to preside over the Chida NFF General Assembly (and he did not preside over the entire assembly as he left to join the other 39 members at the Bentley NFF General Assembly); and (v) Mr. Biambo’s Report, as well as the minutes of the General Assembly of 26 August 2014, are inaccurate.
146. According to the Respondent, Mr. Amadu’s account demonstrates that the election of 26 August 2014 failed to comply with the NFF Statutes, in particular: (i) Article 24(1) of the NFF Statutes, which requires an absolute majority for the NFF Congress to pass a decision; and (ii) Article 28, para. 3 of the NFF Statutes, pursuant to which an ordinary general assembly may only be altered if three-quarters of the members present and eligible to vote agree to such a motion. The Respondent also relies on the video recordings of the election of 26 August 2014 to demonstrate that it was not conducted in compliance with the NFF Electoral Code.

147. In light of the above, the Respondent concludes that the election of 26 August 2014 was irregularly held and, consequently, that FIFA's decision to not recognize it was legitimate under the FIFA Statutes.

v) *Validity of the Bentley NFF General Assembly*

148. The Respondent contends that the Bentley NFF General Assembly of 26 August 2014 is valid based on the following reasons: (i) it simply resumed, at a new location – the Bentley Hotel –, the scheduled assembly that commenced at the Chida International Hotel, after Mr. Maigari was released by the SSS (ii) it was conducted by the Secretary General, Mr. Amadu, who had left what he called a “charade” happening at the Chida NFF General Assembly; (iii) it proceeded with the agenda originally circulated (to set forth a new roadmap for the elections); (iv) it had 39 members present, which constitutes a quorum under Article 24, para. 1 of the NFF Statutes.

149. The Respondent concludes that since the Bentley NFF General Assembly was a simple continuation of the NFF General Assembly commenced earlier that day at the Chida International Hotel, the former assembly was properly convened. As a result, it should be held as valid and all decisions made therein should accordingly be considered binding on the NFF and all of its members.

vi) *Validity of the elections of 30 September 2014*

150. First, in response to the Appellant's claim that the elections held at the NFF General Assembly of 30 September 2014 were irregular, the Respondent argues that it “*fails to see how an unilateral declaration of the FIFA President can somehow have a ‘constitutive effect’ with respect to a decision taken by a national association*” and that “*if this point is not sufficient to rule out the admissibility of the appeal as previously requested, FIFA submits that it must be taken into account when deciding the merits of the appeal against this congratulatory letter*”.

151. In the Respondent's view, the Second Challenged Letter was nothing more than a letter aimed at congratulating the elected NFF President, Mr. Pinnick, for an election immune from state intervention, rather than one that confirmed that all the NFF Statutes had been complied with. Furthermore, the Respondent maintains that the Appellant failed to contest the FIFA Emergency Committee's decision of 3 September 2014, which required the NFF to convene a first NFF Extraordinary General Assembly as soon as possible to elect the members of the NFF Electoral Committee and a second NFF Extraordinary General Assembly to hold the elections of the new NFF Executive Committee. As such is the case, said decision must be considered final and binding pursuant to Article 67, para. 1 of the FIFA Statutes and cannot now be reviewed by the CAS.

152. Second, in response to the Appellant's claim that the NFF rules were violated because the NFF General Assembly of 30 September 2014 was not notified to the members at least one month before its date, the Respondent maintains that having the 44 members in attendance “validated” any possible flaw in its call under Swiss law.

153. Third, in response to the Appellant's claim that the vetting and the clearance process did not comply with Articles 33, para. 5, and 39, paras. 3 and 4 of the NFF Statutes, as well as with

Articles 10 and 13 of the NFF Electoral Code, the Respondent states that *“it seems that everyone had been invited to run these elections and that Mr. Giwa waived his right to appear as a candidate ...”*.

154. Finally, the Respondent contends that, in any event, such aforementioned issues are ones that must be examined by the competent internal bodies of the NFF and not by the CAS. The letter from the FIFA President dated 1 October 2014 simply congratulated the NFF for holding an election that was, unlike the one from 26 August 2014, free of undue influence from third parties and *“it is certainly not for the FIFA President to examine all these issues before issuing a congratulation letter to the newly elected President of the NFF”*. In the Respondent’s view, such issues cannot be the object of the present appeal.

vii) Internal appeals upheld the election of 30 September 2014

155. With regard to the internal appeals challenging the validity of the election held at the NFF General Assembly of 30 September 2014, the Respondent maintains that it had no jurisdiction to examine the merits of the relevant decisions.

156. In its view, it is now faced with two conflicting sets of decisions – a first set that dismissed the appeals by majority decision (endorsed by two members, Mr. Mohammed and Mr. Coker and two substitute members, Mr. Nwangwu and Mr. Garba) and a second that upheld the three appeals. If one were to admit that Mr. Coker was removed by the majority, which in its opinion Mr. Ajunwa did not establish, the first set of decisions must still be considered as “majority decisions” because the substitute members still endorsed the decisions. On this point the Respondent questions what would be the point of electing substitute members if they could not replace a substantive member of the NFF Electoral Appeal Committee which has been removed. According to the Respondent, under Mr. Ajunwa’s approach, *“he would effectively be entitled to decide upon the matter alone, which is not conceivable in view of the fact that the Electoral Appeal Committee is composed of 5 members”*.

157. For that reason, the Respondent considers that the majority decision of the NFF Electoral Appeals Committee validly upheld in their entirety the results of the election held at the NFF General Assembly of 30 September 2014.

158. In view of the above, the Respondent requests in its motions for relief that the Panel:

“1. Declare the appeals filed by the Nigeria Football Association and Ebony State Football Association inadmissible.

In the alternative:

2. Dismiss the appeals filed by the Nigeria Football Association and Ebony State Football Association.

In any event:

3. Condemn the Nigeria Football Association or, in the alternative, the members of the 26 August Board, and Ebony State Football Association to pay all the costs of the present arbitration.

4. *Condemn the Nigeria Football Association or, in the alternative, the members of the 26 August Board, and Ebony State Football Association to pay compensation for the attorney costs incurred by FIFA before the Court of Arbitration for Sport”.*

VI. LEGAL DISCUSSION

A) Preliminary remarks on scope of review

159. Preliminarily, the Panel observes that FIFA is an association constituted under Swiss law. As is normal in any Swiss association, the pertinent association statutes, which are contractually binding for all members, may require that members wishing to fully enjoy their membership rights must comply with the requirements set forth therein. This is the case of Article 17 of the FIFA Statutes, which requires that member associations be independent from any third-party influence and that their executive bodies be elected or appointed with guarantees of complete independence. As a matter of fact, FIFA’s involvement in the elections of the executive body of the NFF comes about only by reason of Article 17 of the FIFA Statutes. In this connection, the Panel must underline that the appeals brought forth by the NFF are against two letters – considered by the Appellant as “decisions” – that were issued by FIFA in the context of its involvement in the NFF elections based on Article 17 of the FIFA Statutes.
160. As a consequence, to the extent that the challenged letters are appealable decisions (see *infra* para. 183 *et seq.*), the scope of this Panel’s review is necessarily limited by the objective and subjective scope of such decisions (cf. TAS 2009/A/1879), that is to say, it is restricted to the appraisal of the NFF elections from the standpoint of Article 17 of the FIFA Statutes. In other words, this Panel may only assess *de novo*, by putting itself in FIFA’s place (in accordance with Article R57 of the CAS Code), whether FIFA had sufficient factual and legal grounds, in terms of Article 17 of its own Statutes, to adopt the decisions allegedly set forth in the letters challenged by the Appellant. Conversely, this Panel may not assess the validity of the various NFF elections on the basis of the NFF rules or of Nigerian law, because such appraisal falls outside of the scope of FIFA’s authority under Article 17 of its Statutes and, thus, falls outside of this Panel’s scope of review. Indeed, the NFF elections as such and all related NFF deeds have never been challenged before the CAS and, surely, the CAS has no direct jurisdiction to review such NFF elections and deeds.
161. Admittedly, the Panel harbors some doubts about whether the NFF elections of 26 August 2014 and 30 September 2014 were fully-compliant with Nigerian law and the NFF’s own rules. Indeed, based on the evidence submitted, in particular the videos and testimony of the witnesses, both elections, especially the one held on 26 August 2014, might have been conducted with some irregularities (although the Panel is mindful of the possibility that not all irregularities would necessarily produce legal consequences, and not all irregularities would necessarily produce the same legal consequences). In any event, notwithstanding any uncertainties the Panel may entertain concerning the conformity of either election with the requirements of Nigerian law and NFF rules, the Panel may not and does not take any position on that issue. Due to the nature of the CAS appellate procedure, this Panel has only been conferred the power to assess whether, based on the factual circumstances and legal arguments

brought to its attention, FIFA legitimately invoked and applied Article 17 of its own Statutes in relation to said elections. Accordingly, to the extent that the challenged letters constitute appealable decisions, the Panel must limit its review to that issue only.

B) Jurisdiction of the CAS

162. Article R47 of the CAS Code stipulates that *“An appeal against the decision of a federation may be filed with the CAS insofar as the statutes or regulations of the said body so provide or as the parties have concluded a specific arbitration agreement and insofar as the Appellant has exhausted the legal remedies available to him prior to the appeal, in accordance with the statutes or regulations of the said sports-related body”*.
163. Article 66 of the FIFA Statutes recognizes the CAS as the body entitled to resolve disputes between FIFA and its members, and Article 67 of the FIFA Statutes provides that: *“1. Appeals against final decisions passed by FIFA’s legal bodies and against decisions passed by Confederations, Members or Leagues shall be lodged with CAS within 21 days of notification of the decision in question. 2. Recourse may only be made to CAS after all other internal channels have been exhausted”*.
164. The Parties do not dispute the jurisdiction of the CAS in the present case, as confirmed at the hearing of 14 January 2015 and in the signed Order of Procedure.
165. In light of the above, it follows that, in accordance with Article R47 of the CAS Code, the CAS has jurisdiction to hear the present dispute.

C) Applicable law

166. Pursuant to Article R58 of the CAS Code, in an appeal arbitration procedure before the CAS, the *“The Panel shall decide the dispute according to the applicable regulations and rules of law chosen by the parties, or in the absence of such a choice, according to the law of the country in which the federation, association or sports-related body which has issued the challenged decision is domiciled or according to the rules of law, the application of which the Panel deems appropriate. In the latter case, the Panel shall give reasons for its decision”*.
167. Article 13 of the FIFA Statutes stipulates that *“Members have the following obligations: a) to comply fully with the Statutes, regulations, directives and decisions of FIFA bodies at any time...”*. Since the NFF is a member of FIFA, it is subject to the FIFA regulations. Said regulations are thus applicable to the dispute at hand.
168. In addition, according to Article 66, para. 2 of the FIFA Statutes, in proceedings before the CAS, *“the CAS shall primarily apply the various regulations of FIFA and, additionally, Swiss law”*. Therefore, Swiss law is also applicable to the matter before the Panel.
169. As previously determined, to the extent that the challenged letters constitute appealable decisions, the Panel’s scope of review is limited to determining whether FIFA legitimately invoked and applied Article 17 of its own Statutes in relation to the elections of 26 August 2014 and 30 September 2014. Therefore, the First and Second Challenged Letters must be assessed in terms of said statutes and Swiss law only, without consideration of Nigerian law, the NFF Statutes or the NFF Electoral Code.

170. Accordingly, the Panel will decide the disputes pursuant to the regulations of FIFA and, additionally, Swiss law.

D) Standing to Sue and Admissibility

171. The Respondent contests the admissibility of the appeal against the First Challenged Letter and of the appeal against the Second Challenged Letter. The Panel will consider the admissibility of each appeal individually.

i) The appeal against the First Challenged Letter

172. The Respondent challenges the Appellant's capability to appeal against the First Challenged Letter on two grounds, the first being for alleged lack of standing to sue, and the second for Mr. Giwa *et al.*'s purported lack of authority to engage the NFF in a CAS appellate arbitration. The Panel will address each challenged ground separately.

a) Standing to sue

173. As previously mentioned, the Respondent believes that the NFF lacks standing to sue (i.e., to appeal) because it is Mr. Giwa *et al.* acting in their own personal interest to be recognized as elected members of the NFF Executive Committee and not in the interest of the NFF, who contest the First Challenged Letter. According to the Respondent, only the body composed of Mr. Giwa *et al.* has a legal interest in challenging the decision adopted in the First Challenged Letter to not recognize the election of 26 August 2014, as it is that body that does not exist for the purposes of FIFA. The NFF, on the other hand, which is in fact recognized by FIFA and which does have a recognized and legitimate board, has no such legal interest.

174. Based on the Respondent's objection, the Panel must determine whether the appeal against the First Challenged Letter should be dismissed due to lack of standing to appeal.

175. According to well-established CAS jurisprudence, the Appellant must have standing to appeal in order for the Panel to hear its dispute. In analysing whether the Appellant has standing to appeal, the Panel must determine whether the Appellant has shown that it has sufficient legal interest in the matter being appealed (CAS 2008/A/1674, order of 12 December 2008, at para. 12 *et seq.*). Indeed, only an aggrieved party, having something at stake and, thus, a concrete interest in challenging a decision adopted by a sports body, may appeal to the CAS against a decision (CAS 2009/A/1880-1881, award of 1 June 2010, at para. 29). It is only where a party does "*not have a cause of action or legal interest ('intérêt à agir') to act against the Appealed Decision [that such party] would have no standing to appeal on the basis of the well-known general procedural principle that if there is no legal interest there is no standing ('pas intérêt, pas d'action')*" (*Idem* at para. 28 *et seq.*).

176. The Panel is of the opinion that the Appellant in the present case – the NFF – does in fact have a sufficient legal interest in knowing whether FIFA legitimately did not recognize the election of 26 August 2014 pursuant to Article 17 of the FIFA Statutes. As a matter of fact, if the Panel decides that FIFA legitimately did not recognize said election, it would confirm for the NFF that, from FIFA's perspective, Mr. Giwa *et al.* are not officials entitled to participate on its behalf in FIFA institutional functions, such as, taking part in FIFA's Congress, drawing up proposals

for inclusion in the agenda of FIFA's Congress, nominating candidates for the FIFA presidency, etc. (see Article 12 of the FIFA Statutes). In other words, the First Challenged Letter has a direct institutional effect on the NFF with regard to its status as FIFA member. Obviously then, the NFF does have a sufficient legal interest in the matter being appealed.

177. As an aside, the Panel notes that while the First Challenged Letter had a direct effect on the NFF's participation in FIFA institutional activities, it had no sporting effect on it. The First Challenged Letter did not impose any sporting sanction on the NFF, rather it only warned the NFF that a suspension, *if imposed*, would mean that "no team from Nigeria of any sort (including clubs) [could] have any international sporting contact", that the NFF could "not be represented in any regional, continental or international competitions or in friendly matches" and that neither the NFF nor its members or officials could "benefit from any development programmes, courses or training from FIFA or CAF". As FIFA never imposed a suspension, the letter did not have a sporting effect on the NFF.
178. The NFF's legal interest is in no way affected, i.e. it is neither eliminated nor lessened, by whether the individuals that filed the appeal on behalf of the NFF had the authority to do so. Indeed, it is undeniable that regardless of the latter, the NFF itself still has a sufficient legal interest in the matter being appealed. While the Respondent interweaves the two issues of standing to sue and authority to represent the NFF, the Panel is persuaded that they are separate and apart, as each one is irrelevant in determining the outcome of the other.
179. Having concluded that the NFF does have a sufficient legal interest in contesting the First Challenged Letter, the Panel dismisses the Respondent's argument according to which the NFF lacks standing to appeal.

b) *Alleged lack of authority*

180. The statement of appeal and appeal brief against the First Challenged Letter were signed on behalf of the NFF by its counsel Mr. Jorge Ibarrola, who acted on the basis of a Power of Attorney signed by Mr. Giwa on behalf of the NFF. However, the Respondent contends that Mr. Giwa lacked the authority to engage the NFF in the CAS appeal. The Respondent, alluding to this admissibility issue as one of "double relevance", argues that if the Panel were to find that FIFA legitimately denied recognition of the election of 26 August 2014 in the First Challenged Letter (or that Mr. Giwa was not validly elected), then Mr. Giwa would have to be considered as having no authority to represent the NFF; and, if that were the case, then Mr. Giwa could not have validly engaged the NFF in the arbitration, thereby resulting in the inadmissibility of the appeal. The Panel disagrees with this Respondent's contention.
181. In adhering to a properly defined scope of review (see *supra* at para. 159 *et seq.*), the Panel may and will only assess whether FIFA legitimately and correctly applied Article 17 of the FIFA Statutes in reference to the NFF elections. While such assessment will bring to light whether Mr. Giwa *et al.* have the power to represent the NFF vis-à-vis FIFA (i.e. whether Mr. Giwa *et al.* were and are entitled to participate in FIFA institutional functions), it will not do the same vis-à-vis the CAS or other institutions independent from FIFA. In fact, in order to understand whether Mr. Giwa *et al.* are empowered to represent the NFF before such other institutions, including the CAS, the Panel would have to examine whether Mr. Giwa *et al.* were validly elected

under the rules governing NFF elections, i.e. Nigerian law and the NFF rules, which, as is clear from its limited scope of review, it may not and will not do.

182. The Panel must thus dismiss the Respondent’s argument concerning the lack of authority of Mr. Giwa to represent the NFF before the CAS and holds that the appeal against the First Challenged Letter is admissible.

ii) *The appeal against the Second Challenged Letter*

183. In addition to objecting to the Appellant’s capability to appeal against the Second Challenged Letter on the grounds that the NFF allegedly lacked standing to sue and that Mr. Giwa purportedly lacked the authority to represent the NFF before the CAS, the Respondent also challenges the admissibility of this appeal on the ground that the Second Challenged Letter did not constitute an appealable *decision*. Of course, the Panel dismisses the Respondent’s objections as to standing to sue and lack of authority for the same reasons as those stated with reference to the First Challenged Letter (see *supra* at paras. 173 *et seq.* and 180 *et seq.*). The only preliminary issue left for the Panel to decide is, thus, whether the Second Challenged Letter might be characterized as a true decision.

184. The Parties’ disagreement on whether the Second Challenged Letter constitutes a decision stems from Article 17, para. 3 of the FIFA Statutes, which reads: “*Any Member’s bodies that have not been elected or appointed in compliance with the provisions of par. 2, even on an interim basis, shall not be recognised by FIFA*”.

185. As previously mentioned, the Respondent maintains that the appeal docketed as CAS 2014/A/3766 must be considered inadmissible because, for one, a letter simply congratulating a person on an election does not contain *animus decidendi*, and secondly, the *animus decidendi* that the Appellant claims the Second Challenged Letter contains – that FIFA positively recognized the election of 26 August 2014 – could not exist because FIFA simply did not (and does not) have the positive power to recognize elections of its member associations.

186. The Appellant, on the other hand, insists that in interpreting Article 17, para. 3 *a contrario* and/or considering the circumstances under which the letter came about, the Second Challenged Letter must be considered as expressing FIFA’s recognition of the election of 30 September 2014. Unlike the Respondent, the Appellant believes that the Second Challenged Letter did produce a concrete legal effect on the NFF.

187. In light of the Parties’ disagreement, the Panel must assess whether the Second Challenged Letter constitutes a decision subject to appeal under Article R47 of the CAS Code and the FIFA Statutes.

188. The concept of what constitutes an appealable *decision* has been well-established in CAS jurisprudence.

189. In CAS 2005/A/899, the CAS concluded that a letter containing only information as to which association and body is competent to handle a request is not a decision, making the following considerations:

“The applicable FIFA regulations, in particular the FIFA Statutes, do not provide any definition for the term ‘decision’. Thus, in accordance with Article R58 of the Code and Article 59 para. 2 of the FIFA Statutes, the issue must be examined under Swiss law.

According to Swiss case law related to administrative procedure, cited in Award CAS 2004/A/659, ‘the decision is an act of individual sovereignty addressed to an individual, by which a relation of concrete administrative law, forming or stating a legal situation, is resolved in an obligatory and constraining manner. The effects must be directly binding both with respect to the authority as to the party who receives the decision’.

Although administrative procedural rules are not directly applicable to decisions issued by private associations, the Panel considers that the principles set out in the abovementioned CAS precedent correctly define the characteristic features of a decision.

In principle, for a communication to be a decision, this communication must contain a ruling, whereby the body issuing the decision intends to affect the legal situation of the addressee of the decision or other parties. (...).

The Panel considers that the form of the communication has no relevance to determine whether there exists a decision or not. In particular, the fact that the communication is made in the form of a letter does not rule out the possibility that it constitute a decision subject to appeal. (...).

What is decisive is whether there is a ruling – or, in the case of a denial of justice, an absence of ruling where there should have been a ruling – in the communication” (emphasis added).

190. In CAS 2004/A/659, the CAS examined whether a letter which read “We ... inform you that FIFA is not competent to investigate such an accusation and that this matter should therefore be referred to the competent criminal authorities” constituted a decision. The CAS found that such letter, in which FIFA declined its jurisdiction to address a request of a club, did in fact constitute a decision and could be made the object of the appeal, reasoning as follows:

“FIFA has clearly informed Galatasaray, through the Turkish football federation, that it considered to have no competence to make criminal investigations and therefore in effect has rejected its request.

By doing so, FIFA has rendered a decision depriving Galatasaray of the object of its request and resolving an obligatory manner the issue raised by the Club”.

191. Therefore, according to CAS jurisprudence, a *decision* is a communication of a federation, association or sports-related body that is not just of a mere informative nature but also contains, in substance, an actual ruling or resolution which affects in a binding manner the legal situation of the addressee. In other words, it is a communication that contains an *animus decidendi*, i.e. by its objective content (and irrespective of its form), it conveys to the addressee(s) the will of the sports body to decide on a matter.
192. The Panel is of the opinion that the Second Challenged Letter did not constitute a decision because it did not contain a ruling affecting the rights of the Appellant, i.e. it did not express a true *animus decidendi*. The purpose of the Second Challenged Letter, which states in its relevant part “I would like to extend my sincere congratulations and best wishes of success on the occasion of your election as the new President of the Nigerian Football Federation”, was not (and could not have been) to

recognize the election of 30 September 2014, as alleged by the Appellant, because under its own rules FIFA does not have the authority to positively recognize the elections of its member associations.

193. Indeed, neither the FIFA Statutes nor any other FIFA regulations establish any criteria and/or process for FIFA to positively recognize elections of its member associations. Actually, pursuant to Article 17, para 3. of the FIFA Statutes, FIFA only has the power to *not recognize* such elections; it does not have the power nor duty to *recognize* them. This is perfectly evident from the wording of said article, “*Any Member’s bodies that have not been elected or appointed in compliance with the provisions of par. 2... shall not be recognised by FIFA*” (emphasis added). Had FIFA intended to grant itself the power and duty to recognize the elections of its member associations, the language of Article 17, para. 3 would have so stipulated. As the article stands now, however, its true purpose cannot be to grant FIFA a positive power of recognition with regards to elections of its member associations, rather only a negative one. This construction of the FIFA Statutes conforms to the interpretive principle *ubi lex voluit dixit, ubi noluit tacuit* (applied on several occasions by CAS panels: see, e.g., CAS 97/176) and is confirmed by FIFA’s practice, as recalled by the Respondent and not refuted by the Appellant: whenever there are member associations’ elections, FIFA does not systematically issue an act of approval of such elections. FIFA only intervenes at times under Article 17 to deny recognition of some elections, meaning that for FIFA purposes (i.e. relationships with FIFA and participation in FIFA institutional functions) those elected individuals are not legitimate representatives of the concerned football association.
194. In short, FIFA lacks the power and the duty to positively recognize the elections of its member associations; furthermore, the Panel finds that the Second Challenged Letter did not try to usurp powers not provided by FIFA rules. As a result, the Second Challenged Letter cannot be considered as containing a ruling whereby FIFA affected the legal situation of the Appellant. At most, the letter reflects only that as of 1 October 2014 FIFA had not opted to intervene under Article 17 of its Statutes in respect of the outcome of the NFF election of 30 September 2014. The Panel’s conclusion is only strengthened by the fact that the letter contains no mention of recognition, and is only congratulatory in nature. Therefore, the Panel holds that the Second Challenged Letter does not constitute an appealable decision.
195. Even if the Panel were hypothetically to accept the Appellant’s argument that, due to the circumstances, the Second Challenged Letter must be at least considered as FIFA’s implicit recognition of the election of 30 September 2014, the Panel notes that the Appellant has failed, in any case, to submit any evidence in support of a finding that there was a lack of independence in said election sufficient to warrant FIFA to not recognize it under Article 17 of the FIFA Statutes. Indeed, as far as it concerns the election of 30 September 2014, the Appellant has only provided evidence to support the occurrence of procedural violations of the NFF Statutes and the NFF Electoral Code, which is a matter falling outside of the Panel’s scope of review (see *supra* at paras. 159 *et seq.*). Therefore, even if the Panel hypothetically accepted that the Second Challenged Letter constituted a decision, the appeal would be without merit.
196. To conclude, given that the Second Challenged Letter does not constitute an appealable decision, the Panel dismisses the appeal CAS 2014/A/3766 in its entirety. In doing so, the

Panel takes into account that the fact whether or not there is a “decision” is a matter which is doubly relevant. It is relevant in relation to whether the rules on CAS appeal procedures apply to the present matter and whether or not the NFF (as a member of FIFA) has a (material) claim to squash the measure in question. Such claim only exists, if the measure issued by FIFA interferes with some of the NFF’s membership rights, i.e. if the measure in question affects in a binding manner the legal situation of the NFF. It is a well-established principle that in case a prerequisite is doubly relevant (i.e. for the admissibility of the claim and also for the merits of the claim) the claim must be dismissed on the merits in case the respective condition – as is the case here – is not fulfilled (cf. Swiss Federal Tribunal, judgments of 2 June 2000, 4C.73/2000/rnd, para. 2, and 3 March 2007, 4C.318/2006/len, para. 3). It follows that there is no need for the Panel to address any other issue raised by the Parties with respect to such appeal.

E) Merits of the case

197. The only substantive issue left for the Panel is whether FIFA legitimately did not recognize the elections of 26 August 2014 pursuant to Article 17 of the FIFA Statutes.
198. The Panel must reiterate that its scope of review is limited to assessing only this issue; it does not extend to whether said election was valid in terms of Nigerian law, the NFF Statutes and NFF Electoral Code.
199. In order to determine whether FIFA legitimately, pursuant to Article 17 of the FIFA Statutes, did not recognize the election of 26 August 2014, the Panel must discern under what circumstances FIFA is entitled to not recognize an election of one of its member associations. The relevant provision of the FIFA Statutes reads as follows:

“Article 17 Independence of Members and their bodies

1. *Each Member shall manage its affairs independently and with no influence from third parties.*
 2. *A Member’s bodies shall be either elected or appointed in that Association. A Member’s statutes shall provide for a procedure that guarantees the complete independence of the election or appointment.*
 3. *Any Member’s bodies that have not been elected or appointed in compliance with the provisions of par. 2, even on an interim basis, shall not be recognised by FIFA.*
 4. *Decisions passed by bodies that have not been elected or appointed in compliance with par. 2 shall not be recognised by FIFA”.*
200. In reading Article 17 of the FIFA Statutes (significantly entitled “*Independence of Members and their bodies*”), it is clear to the Panel that FIFA has the authority – for the purposes of participation in its own activities – to not recognize an election of one of its member associations if the relevant election lacks “*complete independence*”. The purpose of Article 17 is to grant FIFA the power to not recognize an election where the member association’s electoral process does not guarantee the complete independence of an election. In the Panel’s view, para. 2 of Article 17 may not be interpreted as setting forth a merely formal requirement that the member

associations' statutes provide rules that guarantee the independence of the election; the Panel is of the opinion that para. 2 of Article 17 requires, more significantly, that each time there is an election within a member association, the electoral process actually guarantees the complete independence of the election. Moreover, the Panel is of the view that the requirement of "*complete independence*" found in para. 2 must be understood in the light of para. 1 of Article 17, forbidding "*influence from third parties*". Accordingly, an electoral process does not guarantee such complete independence where the election is not managed in a totally independent manner and, in particular, where it is influenced by third parties of any kind (e.g. governmental officials or bodies). Obviously, contrary to what the Appellant suggests, FIFA cannot be considered as a "third party" for the purposes of Article 17 of the FIFA Statutes. The reason for this is that in granting itself explicit authority to deny recognition of an election of one of its member associations, FIFA has implicitly (but clearly) expressed its intent to fall outside the scope of the term "third party".

201. Having established that FIFA has the authority to not recognize an election of one its member associations if the relevant election lacks complete independence vis-à-vis third parties (in the sense that it is being influenced by individuals or organizations not belonging to that national federation), the Panel must consider the relevant factual circumstances surrounding the election of 26 August 2014 in order to determine whether that election had a lack of complete independence sufficient to trigger FIFA's use of Article 17 of the FIFA Statutes.
202. In this respect, the Panel must first declare that it is fully convinced, based on the videos submitted and on the witnesses' testimony, that:
 - (i) the SSS detained Mr. Maigari, Mr. Amadu and Mr. Green on 26 August 2014;
 - (ii) because of such detention, a considerable number of NFF delegates (at least 32 chairmen out of the 44 that allegedly signed the accreditation/attendance list and 23 secretaries) left the Chida NFF General Assembly in search of Mr. Maigari, Mr. Amadu and Mr. Green. The Panel rejects the Appellant's contention that only 15 members left the Chida NFF General Assembly in the search;
 - (iii) said group of NFF members, on their way to SSS headquarters (where Mr. Maigari, Mr. Amadu and Mr. Green were being detained), were held up on the side of the road by a group of unidentified uniformed armed individuals. On this point of fact, due to conflicting testimony, it is not clear to the Panel whether the armed individuals also prevented the NFF members from returning towards the Chida International Hotel. Nonetheless, the Panel accepts as fact that the NFF members remained on the side of the road and then proceeded, after finally retrieving Mr. Maigari and Mr. Amadu, to conduct the Bentley NFF General Assembly, all the while the elections at the Chida NFF General Assembly were conducted;
 - (iv) Mr. Maigari was prevented by the SSS from attending the Chida NFF General Assembly.

- (v) On the day of his detainment by the SSS, Mr. Maigari was still the incumbent NFF President. Indeed, while Mr. Maigari signed a letter of resignation on 12 August 2014, his resignation, according to this letter, was to take effect “*from the [original redacted] congress of the 2014 election*”, which, in the Panel’s view, is a clear reference to the 26 August 2014 NFF General Assembly.
203. Having determined the relevant facts, the Panel notes that the detainment of Mr. Maigari on 26 August 2014, which was attributable exclusively to the intervention of a third party – the State Security Service (SSS), i.e. the primary domestic intelligence agency of Nigeria –, prevented him from presiding over, and thus influencing the unfolding of, the election and, more generally, the Chida NFF General Assembly. Further, this absence due to the SSS’s interference is in direct conflict with FIFA’s explicit instruction to the NFF in its letter dated 14 August 2014 (never challenged before the CAS by the Appellant) that Mr. Maigari preside over the Chida NFF General Assembly.
204. The Panel is of the opinion that the influence Mr. Maigari could have had on the unfolding of the election and the Chida NFF General Assembly, had it not been for the interference of the SSS, is not irrelevant, considering that (i) he was supposed to be chairing the General Assembly as until that moment he was still the NFF President, and that (ii) his detainment directly led to the following consequences:
- a considerable number of NFF members felt compelled to leave the Chida NFF General Assembly in search of him; and that
 - said NFF members, while on the side of the road, being prevented by unidentified uniformed armed individuals, from advancing towards the SSS, demanded for the release of their President, chanted “*Give us our President*” and “*Bring back our President*”, and refused to go forth with the general assembly without his release and presence.
205. Clearly, the presence and voice of an association’s president whose detainment leads to such a response would carry significant weight and could create significant influence on the unfolding of an election and general assembly.
206. Considering the above, the Panel finds that the SSS’s detainment of Mr. Maigari, in and of itself, must be considered as having an egregious impact on the election of 26 August 2014 and as manifesting an insufficient independence of that election from the influence of third parties.
207. If that were not enough, however, the Panel also notes that the SSS’s detainment of Mr. Maigari, Mr. Amadu and Mr. Green led to a considerable number of delegates leaving the Chida NFF General Assembly in search of them and, eventually, being halted in their tracks by unidentified uniformed armed individuals – another third party, this time unclear whether governmental or not. Due to interference of the SSS and said armed individuals, this group of NFF members ended up not participating in the Chida NFF General Assembly, meaning that they were not in a position to, for instance, give speeches related to the disputed agenda and the election, and to vote. This, in conjunction with Mr. Maigari’s detainment (and even in and of itself), is an

egregious impact on the election of 26 August 2014 and manifests the lack of complete independence of that election.

208. With respect to the latter, even if the Panel had accepted the Appellant's allegation that only 15 members had left the Chida NFF General Assembly, that number of absentees would still have been considered an egregious impact on the election and put into serious question the complete independence of the election, considering that 15 members is not a negligible amount and that their absence stems directly or indirectly from the intervention of third parties.
209. The Panel also observes that the video recordings prove that, at some moment, the NFF delegates in the election of 26 August 2014 did not place their votes orderly and individually in a polling booth. In the Panel's view, apart from any consideration of the legitimacy of this situation under Nigerian law and the NFF rules (which is something outside of the Panel's scope of review), this shortcoming may be demonstrative of a lack of complete independence in the expression of votes, considering that voting occurring in a disorderly fashion and outside the closed confines of a polling booth is manifestly susceptible to the influence and control of others.
210. Finally, the Panel cannot ignore that those NFF members that remained in the Chida Hotel made no genuine effort to shield the NFF General Assembly of 26 August 2014 from the influence of third parties by, at least, trying to bring back those NFF member that left. Despite not knowing their whereabouts, it is undeniable that all NFF members' telephone numbers were available on the accreditation/attendance list. Given the serious situation caused by the SSS interference, those remaining NFF members could have acted in a more prudent manner, instead of continuing with the General Assembly and the election as if nothing had happened.
211. In light of the foregoing, the Panel finds that the factual circumstances surrounding the election of 26 August 2014 do reveal a lack of complete independence in the election sufficient to warrant FIFA to not recognize it pursuant to Article 17 of the FIFA Statutes. Accordingly, the Panel must dismiss on the merits the NFF's appeal against the First Challenged Letter.
212. With this dismissal the Panel does not rule that the election of 26 August 2014 was invalid under its proper law, because this finding would fall outside of the Panel's scope of review. Instead, the Panel simply concludes that FIFA could, based on the factual circumstances alluded to above, hold the election as not recognized under Article 17 of the FIFA Statutes and act accordingly for the purposes of the NFF's relationship with FIFA, regardless of whether the elections might have been valid in terms of Nigerian law, the NFF Statutes and/or the NFF Electoral Code.

F) Concluding Remarks

213. The Panel recognizes that the dispute before it is arose in connection with a longstanding struggle occurring in Nigerian football between different personalities and factions fighting for leadership within the NFF. In light of this, and in the interest of avoiding any misuse of this award, the Panel wishes to clarify that its task in the present arbitration between the NFF and FIFA was not to opine or adjudge on the political situation in Nigerian football or to decide

which of the disputing personalities and factions is more deserving to hold the reigns of the NFF and manage Nigerian football. On the contrary, the Panel had the limited scope of review to simply determine whether FIFA had sufficient factual and legal grounds, in terms of Article 17 of its own Statutes, to deny its recognition of the NFF elections. In holding that FIFA legitimately denied recognition of the election of 26 August 2014 and that the FIFA President's letter of 1 October 2014 did not constitute an appealable decision, the Panel could not and has not touched on the merits of the political clash plaguing Nigerian football. Therefore, the content of this award should in no way be viewed or treated as the CAS's determination on such political feud, nor as an acceptance, support or rejection of any of the involved personalities and factions.

VII. CONFIDENTIALITY

214. Pursuant to Article R59 of the CAS Code, this award, its summary and/or a press release setting forth the results of the proceedings shall be made public by the CAS, unless both Parties agree that it should remain confidential. In any event, the other elements of the case record shall remain confidential.

ON THESE GROUNDS

The Court of Arbitration for Sport rules:

1. The appeal filed by the Nigerian Football Federation against the FIFA decision of 29 August 2014 is dismissed.
2. The appeal filed by the Nigerian Football Federation against the FIFA letter of 1 October 2014 is dismissed.
- (...)
5. All other or further requests or motions submitted by the Parties are dismissed.