CONSTITUTION OF
SINGAPORE AQUATICS

1. ARTICLE 1 – NAME

1.1 The Association shall be called "SINGAPORE AQUATICS" (the "**Association**" or "**SAQ**").

2. ARTICLE 2 – OBJECTIVES

2.1 The objectives of the Association are:-

(a) To promote, encourage, organise and develop Swimming, Diving, Water Polo, Artistic Swimming, Open Water Swimming and other related aquatic activities in Singapore as may from time to time be approved by World Aquatics ("**aquatic activities**");

(b) To promote physical activity for health and wellness, foster community engagement and bonding for social inclusiveness and integration, and inspire the Singapore Spirit through aquatic activities;

(c) To organise aquatic meetings or competitions for Swimming, Diving, Water Polo, Artistic Swimming and Open Water Swimming and in connection therewith to set the terms and conditions for their participation and play; and offer, procure, give or contribute towards prizes and awards;

(d) To sponsor, support and participate in any national, regional or international competitions Swimming, Diving, Water Polo, Artistic Swimming, Open Water Swimming and other related aquatic activities;

(e) To uphold the rules of Swimming, Diving, Water Polo, Artistic Swimming, Open Water Swimming and other related aquatic activities as may from time to time be approved by World Aquatics;

(f) To promote and safeguard the interests and objectives of the Association and employ, when necessary, the funds of the Association for that purpose;

(g) To obtain sponsors and funds to enable the Association to meet the objectives set out herein;

(h) To engage communities and provide access to aquatic activities to vulnerable segments of the community such as youth at risk and the less privileged;

(i) To coordinate with organisations, e.g. Singapore Sports Council ("**SportsSG**") and the Singapore National Olympic Council ("**SNOC**"), interested in aquatic activities in Singapore;

(j) To assist in the training of coaches, instructors and technical officials for aquatic activities by organising courses and ensuring that such courses and training contribute to the development of the aquatic activities in Singapore;

(k) To have a selection committee to select competitors, to represent Singapore and/or the Association;

(l) To be affiliated to world bodies or organisations, including World Aquatics and the Asia Swimming Federation ("**AASF**"), which promote Swimming, Diving, Water Polo, Artistic Swimming, Open Water Swimming and other related aquatic activities and to ensure that this Constitution and the rules of the Association complement, where applicable, those of the world bodies or organisations;

(m) Generally, to do all such other acts or things as may be incidental to, connected with or conducive to the attainment of the aforementioned objectives.

2.2 The Association is run solely as a governing body for Swimming, Diving, Water Polo, Artistic Swimming and Open Water Swimming, not a sports club.

2.3 SAQ shall be affiliated to World Aquatics, SNOC, and such other recognised bodies as the Executive Committee may deem necessary.

2.4 SAQ shall strive for government and public recognition as the national governing body and authority for the sports of aquatic activities in Singapore by virtue of SAQ's affiliation to World Aquatics and SNOC, and through endeavours that further the objectives of SAQ.

3. ARTICLE 3 - PLACE OF BUSINESS

3.1 The place of business of the Association shall be at 7 Stadium Drive, #01-50 Singapore 397632 and/or such other address as may subsequently be decided upon by the Executive Committee and approved by the Registrar of Societies.

4. ARTICLE 4 - ASSOCIATION COLOURS

4.1 The Association Colours shall be red, white and blue.

5. ARTICLE 5 – MEMBERSHIP

5.1 Categories of Members

(a) There shall be the following categories of membership: Ordinary Members; Associate Members and Honorary Members.

(b) The list of the approved and most current Association Affiliates shall be posted on the Association's official website.

5.2 Ordinary Members

(a) Ordinary Members must have participated in aquatic related competitions, programs, courses and/or activities within the last forty-eight (48) months.

(b) Ordinary Members shall be legal entities registered in Singapore with the Registry of Societies (ROS) or the Accounting and Corporate Regulatory Authority (ACRA), Institutions of Higher Learning (IHL) and Government Ministries and Statutory

Boards that are willing to observe the rules and regulations of the Association. An Ordinary Member shall have one vote at any General Meeting irrespective of the number of delegates such Member is allowed by the Constitution to be present at any General Meeting.

(c) An Ordinary Member must have a minimum of thirty (30) valid paying members, and be directly involved in promoting the aquatic activities through youth development programmes and participation in competitions and/or other related programmes.

(d) Full Ordinary Members may only be removed as a member of the Association by a special resolution at an AGM unless for the reason stated in Article 5.5(e).

5.3 Associate Members

(a) Associate Members shall be organisations, clubs, institutions, schools, academies and aquatic activities teams that are willing to observe the rules and regulations of the Association but are not eligible for Ordinary Membership.

(b) An Associate Member shall not have any voting rights at any General Meeting but shall be able to participate and assist in the discussion of issues at General Meetings.

5.4 Honorary Members

(a) At any General Meeting of the Association, the Executive Committee may propose the election of an individual, who has contributed or would contribute significantly to the Association, as Honorary Member. Notice of such proposal shall be included in the agenda of the General Meeting. If such a proposal is carried by a majority of the Members present and voting, the individual so proposed shall thereupon become an Honorary Member.

(b) An Honorary Member shall not have any voting rights at any General Meeting but shall be able to participate and assist in the discussion of issues at General Meetings.

5.5 Application for Membership

(a) Any club, association, organisation wishing to be affiliated to the Association shall forward an application to the Secretary General of the Association for consideration by the Executive Committee. The Executive Committee shall process all membership applications within three months of the receipt of such application. Those that meet established criteria stipulated in this Article shall be accepted. Rejected applicants may appeal in writing.

(b) Duly approved applicants shall be admitted as Members of the Association and shall continue to do so upon payment of the entrance and subscription fees.

(c) Application for membership may be rejected on any of the following grounds:

(i) The applicant does not satisfy all the relevant membership criteria set out in the relevant membership category in this Constitution;

(ii) The applicant has been convicted of an offence involving moral turpitude, declared a bankrupt, wound up or dissolved;

(iii) The applicant would be in the Executive Committee's absolute discretion deemed prejudicial to the interest of the Association as a whole.

(d) The Executive Committee may suspend members who have membership renewal fee arrears of one (1) month or more. Suspended members shall not be entitled to any of the rights and privileges of membership including voting rights at General Meetings.

(e) The Executive Committee shall terminate members who have membership renewal fee arrears of more than one (1) year. Terminated members may only apply to be reinstated as a member after a lapse of one (1) year.

5.6 Resignation of Membership

(a) Any Member may resign from the Association by giving written notice of resignation to the Secretary General at least one month before the effective date of resignation.

(b) If the Secretary General does not receive the letter of resignation before 30 November of that year, the Member will be liable to pay its annual subscription for the following year.

5.7 Suspension or Expulsion

(a) If at any time, the Executive Committee is of the opinion that the conduct of any Member is prejudicial to the reputation or interests of the Association, the Executive Committee shall have the power to expel or suspend the Member, for a period not exceeding six (6) months, as the Executive Committee may determine.

(b) Before any Member is expelled or suspended, the Secretary General or any authorized person shall give the Member a minimum of seven (7) days' written notice to attend a meeting of the Executive Committee. The notice shall also inform the Member of the complaints made against it. The Member may have the option of explaining its conduct or voluntarily resigning from the Association.

(c) If the Member does not consent to its suspension or expulsion as the case may be, the Executive Committee shall submit the question to a specially appointed disciplinary board, whose members are appointed by the General Meeting.

(d) At the hearing of the disciplinary board, the Member whose conduct is under consideration may offer an explanation of its conduct either verbally or in writing. If such Member refuses to attend the meeting, the disciplinary board may nevertheless proceed in the Member's absence.

(e) The disciplinary board shall present to the Executive Committee its findings after giving the Member the opportunity of being heard.

(f) On receiving the findings of the disciplinary board, the Executive Committee shall deliberate on the matter. If, and where appropriate, the Executive Committee decides on the Member's suspension or expulsion, it shall forthwith be suspended or cease to be a Member as the case may be.

6. ARTICLE 6 – FEES & INCOME

6.1 The entrance and subscription fees for various types of memberships shall be adjusted by the Executive Committee at its sole discretion.

6.2 The income and property of the Association whensoever derived shall be applied towards the promotion of the objects of the Association as set forth in this Constitution and no portion thereof shall be paid or transferred directly or indirectly by way of dividend or bonus or otherwise howsoever by way of profit to the persons who at any time are or have been members of the Association or to any of them or to any person claiming through any of them.

7. ARTICLE 7 – GOVERNING BODY

7.1 The Association shall be governed by an Executive Committee between Annual General Meetings. The Executive Committee shall have all the powers necessary to manage the affairs of the Association other than those matters reserved for the Annual General Meeting's approval. Save for Executive Committee Members appointed pursuant to Article 8.7(a) below, the Appointed Executive Committee Members shall not have voting rights at Executive Committee meetings.

8. ARTICLE 8 – EXECUTIVE COMMITTEE

8.1 The Executive Committee shall have ten (10) elected Executive Committee Members, an Athlete Commission Chairman, and allow up to six (6) appointed Executive Committee Members pursuant to Article 8.7(b) below.

8.2 The Executive Committee shall consist of the following office bearers:

(a) President;
(b) Secretary General;
(c) Treasurer;
(d) Vice-President (Partnerships);
(e) Vice-President (Swimming);
(f) Vice-President (Water Polo);
(g) Vice-President (Diving);
(h) Vice-President (Artistic Swimming);
(i) Assistant Secretary General (Swimming);
(j) Assistant Secretary General (Water Polo).

8.3 Members of the Executive Committee shall serve in an honorary capacity. Executive Committee Members shall act in the best interest of the Association and not do anything to bring the Association into disrepute.

8.4 Tenure

(a) Executive Committee Members shall be elected and/or re-elected for a four (4) year term, by vote at the Annual General Meeting.

(b) With effect and commencing from the election scheduled in 2024,

(i) For Executive Committee Members who are not elected President or Treasurer, the individual may serve a maximum of consecutive eight (8) years in his/her elected role. Upon reaching the tenure limit, the individual shall be eligible for re-election to the Executive Committee as a non-presiding member (i.e. not President) after a lapse of at least two (2) years. This tenure limit does not impact an individual's eligibility for re-election as President.

(ii) For Executive Committee Member who is elected Treasurer, the Executive Committee Member may only hold the appointment of Treasurer for a maximum of four (4) consecutive years. Upon reaching the tenure limit, the individual shall be eligible for re-election as a Treasurer after a lapse of at least two (2) years from his last appointment as Treasurer.

(iii) For Executive Committee Member who is elected President, the Executive Committee Member may serve as President for a maximum consecutive tenure for eight (8) years. This tenure limit does not take into account the number of years the individual served as a non-presiding member of the Executive Committee. Upon reaching the tenure limit, the individual shall be eligible for re-election to the Executive Committee after a lapse of at least two (2) years.

(c) The tenure limits set out at (b) above shall not take into account the length of service of any Executive Committee Members before the election scheduled in 2024.

(d) Appointed Executive Committee Members shall be appointed and/or re-appointed for a two (2) year term.

(e) Where more than half of the Elected Executive Committee Member positions become vacant, the Executive Committee shall convene a General Meeting (EGM or AGM), within two (2) months from the positions becoming vacant, in order to elect the replacements for the remaining period of office.

8.5 Eligibility

(a) A person nominated for any of the abovementioned positions in the Executive Committee must be a member of an Ordinary Member of the Association.

(b) Executive Committee members shall at least be twenty-one (21) years of age and shall be Singapore citizens or Permanent Residents.

(c) The President, Secretary General, and Treasurer shall be Singapore citizens and should have served and made positive contributions to the sport of the aquatic activities and/or the Association as an ex-athlete, official or elected Executive Committee Member, or should be a prominent individual of good standing within the sport and/or business community.

(d) The Vice-President (Partnership), Vice-President (Swimming), Vice-President (Water Polo), Vice-President (Diving), and Vice-President (Artistic Swimming) shall be Singapore citizens.

(e) Executive Committee Members shall not be undischarged bankrupts or have criminal convictions.

(f) Executive Committee Members shall not be serving a suspension or ban from the Association, World Aquatics or other regulatory authority.

(g) Executive Committee Members shall be persons of exemplary character with the relevant experience and credentials.

(h) No more than three (3) of the Executive Committee Members shall be family members (i.e. child, sibling, parent, spouse, spouse's parent, spouse's sibling, grandparent or grandchildren), and such relationships must be declared upfront in the nomination and before the Executive Committee election.

(i) The President, Secretary General and the Treasurer shall neither be a paid employee of the Association nor have a family member who is a paid employee of the Association.

(j) Any change of Executive Committee Members shall be notified to the Registrar of Societies and the Commissioner of Charities within two (2) weeks of the change.

8.6 Nominations and elections

(a) All nominations for the Executive Committee election must reach the Association office at least seven (7) working days before the AGM, and any nominations received thereafter shall be invalid.

(b) All nominations shall be submitted in writing via prescribed forms and along with the required supporting documents as may be determined by the Executive Committee.

(c) The Treasurer should preferably have a recognized accounting qualification and / or appropriate practical experience.

(d) All nominations must be proposed by an Ordinary Member and seconded by another Ordinary Member.

(e) Nominees must declare to the Secretary General by stating on their nomination forms, any personal or business interests related to the sport and/or the Association and/or that may be of concern to the Association or its members. This material information must be made known to voters before the election.

(f) The list of eligible nominees shall be published in the Association's official website and emailed to all Members at least five (5) days before the AGM where the election is to be held.

(g) Election will be by secret ballot and the result shall be based on a simple majority of the votes cast.

(h) Where the tie in votes involves more than two (2) candidates, the candidate(s) with the lower vote(s) in the subsequent round(s) of voting shall be eliminated before the next round of voting for the remaining candidates with the highest and equal number of votes.

(i) The counting of the votes shall be overseen and verified by two (2) or more scrutineers from the members present at the AGM who are not contesting the election and/or the representatives from SAQ's auditors and/or legal advisers who are present at the AGM.

(j) The voting eligibility of Ordinary Members, their authorized delegates and the nominated candidates for the Executive Committee election shall be verified and confirmed by a panel comprising two (2) or more independent members from the Executive Committee.

(k) A person shall not be elected to more than one of the abovementioned positions.

8.7 Appointed Executive Committee Members

(a) The Executive Committee may at any time appoint a suitable person to fill a position vacated by an Elected Committee Member for the remaining term of office for the vacated position. Such person shall be entitled to exercise all rights (including voting rights) and undertake all responsibilities of the position ("**Replacement Executive Committee Member**").

(b) The Elected Executive Committee Members can appoint up to six (6) other Executive Committee Members to ensure an appropriate balance and diversity of skills, experience and gender within the Executive Committee. Such Appointed Executive Committee Members shall preferably be from the legal, accounting or medical profession or shall be experts in other relevant fields including marketing, event management, coaching or Singaporeans who are holding positions in World Aquatics, AASF or Southeast Asian Swimming Federation ("**SEASF**"). Such Appointed Executive Committee Members shall not have voting rights at Executive Committee meetings.

(c) Appointed Executive Committee Members must fulfil all applicable eligibility conditions stated in Article 8.5 above.

(d) The Chairman of the Athlete Commission shall be an Appointed Executive Committee Member with no voting rights pursuant to Article 11.5 below.

8.8 Conflict of interest

(a) The Executive Committee shall formulate a "Conflict of Interest" policy specifying the types of business conduct or transactions that may raise concerns of partiality. Executive Committee Members shall declare all business, commercial and/or personal interests that may directly relate to the aquatic activities or management of the Association in accordance with the "Conflict of Interest" policy. This will be

recorded at the first Executive Committee meeting after each election, and subsequent meetings as and when such situations arise. An Executive Committee Member shall abstain from any evaluation or decision-making if the issues are directly related to his/her declared interests. These shall be documented.

8.9 Executive Committee Meetings

(a) The Secretary General shall call an Executive Committee Meeting at least once every quarter. The Secretary General shall also call an Executive Committee Meeting upon the request of any two (2) members of the Executive Committee.

(b) The notice period for any Executive Committee Meeting shall not be less than seven (7) days. At all Executive Committee Meetings, 50% of the Executive Committee Members (including Replacement Executive Committee Members but excluding other Appointed Executive Committee Members) shall form a quorum. This will include Board members who participate in the meeting via telephone or video conferencing.

(c) The President shall chair all Executive Committee meetings. In his absence, the Secretary General shall take the chair. If neither is present, the Executive Committee Members present may, notwithstanding Article 9.3, elect their own chairperson.

(d) Absent Executive Committee Members may vote on any resolution at an Executive Committee meeting by communicating his or her vote in writing, by proxy, by telephone, or by electronic means.

(e) All decisions of the Executive Committee shall be made by a majority vote of the Executive Committee Members. In the event of a tie, the Chairman of the Meeting shall have a casting vote.

(f) An Executive Committee Member who is absent for three (3) consecutive Executive Committee meetings without any reasonable excuse accepted by the Executive Committee shall be deemed to have withdrawn from the Executive Committee.

8.10 Circular Resolution

(a) The Executive Committee may by a circular resolution decide on any matters of the Association as stated within its powers under this Constitution. Such circular resolutions shall be as effective as a resolution passed at an Executive Committee meeting duly convened and held.

(b) The Secretary General or Executive Director shall circulate such resolutions for the Executive Committee Members' approval upon the request by any of the Executive Committee Member who shall have a seconder for the same.

(c) The circulation of such resolution(s) shall be relayed to Executive Committee Members by any acceptable means of communication adopted by the Executive Committee, including via email.

(d) A circular resolution shall be carried upon acceptance by a simple majority of members from the Executive Committee and shall be tabled and ratified at the following Executive Committee meeting.

9. ARTICLE 9 – EXECUTIVE COMMITTEE DUTIES, ROLE AND POWERS

9.1 The President shall ensure the general management and well-being of the Association, and shall in particular:

(a) Represent the Association in dealings with outside persons or bodies and when attending functions of other associations or bodies;

(b) Decide and act on emergency matters upon advice from the Vice-Presidents, the Secretary General and the Treasurer, and the same shall be referred to the Executive Committee for its information;

(c) Preside as the Chairman of all General Meetings and Executive Committee Meetings.

9.2 Only the President or his/her delegate shall be entitled to give press releases relating to matters concerning the Association.

9.3 The Secretary General shall act in place of the President if the President is, at any time, unable to act.

9.4 If the President and the Secretary General are unable to act at any time, the Executive Committee shall, on a majority vote, appoint one (1) of the Vice Presidents to act as President.

9.5 The Secretary General shall be responsible for the administration of the secretariat including:

(a) The summoning of all General Meetings of the Association and the meetings of the Executive Committee;

(b) The maintenance of the Register of Members;

(c) The conduct of correspondence on behalf of the Association;

(d) The keeping of minutes of the General Meetings of the Association and meetings of the Executive Committee;

(e) Any other duty decided by the Executive Committee.

9.6 The Treasurer shall be responsible for the proper administration of all funds belonging to or under the control of the Association including:

(a) The keeping of bank accounts and the maintenance of all financial records of the Association;

(b) The keeping of an account of all monetary transactions and shall be responsible for their correctness;

(c) The collection of fees including subscription and entrance fees;
(d) Reporting on the financial status of the Association at Executive Committee meetings and present audited financial reports at AGMs;
(e) The drawing up and the presentation of the annual accounts to the Annual General Meeting;
(f) The payment of bills properly incurred by and on behalf the Association.

9.7 The Treasurer shall not be the chairman of the Audit Committee.

9.8 The Vice-President (Partnerships) shall be responsible for matters relating to fundraising and marketing of the Association and the aquatic activities, and any other duty decided by the Executive Committee.

9.9 The Vice-President (Swimming) shall be responsible for promoting Swimming, Open Water Swimming and any other duty decided by the Executive Committee.

9.10 The Vice-President (Water Polo) shall be responsible for promoting Water Polo and any other duty decided by the Executive Committee.

9.11 The Vice-President (Diving) shall be responsible for promoting Diving and any other duty decided by the Executive Committee.

9.12 The Vice-President (Artistic Swimming) shall be responsible for promoting Artistic Swimming and any other duty decided by the Executive Committee.

9.13 The Assistant Secretary General (Water Polo) and Assistant Secretary General (Swimming) shall assist the Secretary General in his duties. In the absence of the Secretary General, either Assistant Secretary General shall perform such duties of the Secretary General as may be directed by the Executive Committee.

9.14 All the other Executive Committee Members shall assist in the management of the Association and perform duties assigned by the Executive Committee from time to time.

9.15 The Executive Committee shall ensure the general management and well-being of the Association, and shall in particular:
(a) Provide stewardship and trusteeship on behalf of members and be responsible for ensuring that the Association remains viable and effective in the present and for the future;
(b) Provide strategic leadership, set objectives, and ensure that the necessary plans, policies, programs and resources are in place for the Association to meet its objectives;

(c) Ensure all legal and statutory obligations are met and all constitutional and governance requirements are complied with;
(d) Establish a framework of prudent and effective controls which enables risk to be assessed and managed, including safeguarding of the Association's assets and the public funds it receives;
(e) Set the Association's values and standards and ensure that obligations to members and other stakeholders are understood and met, and address all disciplinary issues that arise;
(f) Be responsible for the appointment of the Executive Director and other senior management employees of the Association and provide them with clear documented roles, responsibilities and accountabilities;
(g) Review management and Executive Committee performance periodically;
(h) Manage conflicts of interest and take appropriate measures to ensure that the Association is protected against any personal or business interests of Executive Committee Members and employees of the Association;
(i) Identify and sufficiently engage the key stakeholder groups of the Association and seek their views and feedback on the Association's strategies and policies;
(j) Consider financial sustainability, social issues and environmental factors as part of its strategy and policy formulation;
(k) Raise funds for the Association and approve any expenditure from the funds and/or reserves of the Association for the Association's activities, except that decisions that involve the acquisition and disposal of immovable properties/assets, and expenditures of significant value that draws on SAQ's financial reserves (i.e. more than 10% of reserves or $0.25M whichever is higher) should be approved at a General Meeting by a resolution carried by at least two-thirds (2/3) of the votes recorded at the meeting.

9.16 The Executive Committee shall have the power to:
(a) Carry out the objectives of the Association set out in Article 2;
(b) Decide on policy matters affecting the Association;
(c) Make, maintain and publish all regulations, by-laws and rules of the Association in connection therewith;
(d) Approve membership of the Association for any clubs, institutions or associations;
(e) Appoint Patrons of the Association;
(f) Ratify or reject of any sports records for which the Association is responsible for administering;
(g) Decide on any doubtful and disputed points, matters or issues in connection with memberships, competitions, or other functions including the appointment of coaches and their termination;
(h) Conduct disciplinary proceedings against any Member of the Association;

(i) Apply or expend any funds of the Association not exceeding the annual budget approved by the General Meeting in such manner as the Executive Committee deems fit;
(j) Enter into contracts for the purposes of and incidental to carrying out the objects of the Association;
(k) Appoint Sub-Committees to assist the Executive Committee in carrying out the objectives of the Association;
(l) Appoint a Disciplinary and Legal Committee which shall be chaired by an Executive Committee Member and which shall be responsible for all disciplinary, legal and such other matters as may be directed by the Executive Committee. Any decision of the Disciplinary and Legal Committee may be appealed to the Executive Committee;
(m) Appoint additional members to the Executive Committee;
(n) Appoint Honorary Advisor(s) to advise the Association in areas of its operations;
(o) Suspend or disqualify for cause any aquatic activities athlete, at its own discretion or upon receipt of a request from a member, who shall be barred from competing in any event promoted under the auspices of the Association;
(p) Decide any other matters which are incidental to, connected with or conducive to any of the aforementioned functions.

10. ARTICLE 10 – SUB-COMMITTEES

10.1 The Executive Committee may appoint Sub-Committees comprised of the Association members and/or independent experts to assist the Executive Committee in the management and administration of the Association.

10.2 The Executive Committee may delegate to Sub-Committees such powers as it deems necessary.

10.3 The Executive Committee shall minimally appoint the following Sub-Committees with the appropriate terms of reference:
(a) Audit Committee;
(b) Selections Committee;
(c) Appeals Committee; and
(d) Disciplinary Committee.

10.4 The Audit Committee, Selections Committee, Appeals Committee and Disciplinary Committee shall comprise at least three (3) persons appointed by the Executive Committee. Each of these four (4) Executive Committee Committees shall have no more than two-thirds (2/3) of its members from the Executive Committee. The Selections

Committee, Appeals Committee and Disciplinary Committee shall be headed preferably by an Executive Committee Member.

10.5 The Audit Committee shall be chaired by an Executive Committee Member and shall be responsible for:-

(a) Reviewing the Annual Financial Statements prior to recommending their approval to the Executive Committee;
(b) Reviewing with auditors the terms of the audit engagement;
(c) Considering terms relating to the internal controls which underlie financial reporting; and
(d) Reviewing significant public announcements of a financial nature.

11. ARTICLE 11 – ATHLETES COMMISSION

11.1 The Association shall establish an Athletes Commission ("**AC**") with the view to providing a process to promote open communication with the athletes.

11.2 The AC shall comprise no more than ten (10) elected members, who are either past or present national aquatic activities athletes, including the Chairman who must be a former national aquatic activities athlete.

11.3 The Chairman and members of the AC shall be elected by national athletes who have represented Singapore in international aquatic activities competitions within the past eight (8) years.

11.4 The term of office of the AC members and their term limits, if any, shall follow that of the Executive Committee.

11.5 The Chairman of the AC shall be appointed as an appointed Executive Committee Member with no voting rights and shall represent the AC in the Executive Committee until the expiry of his term as Chairman of the AC.

12. ARTICLE 12 – ADVISORS AND PATRONS

12.1 The Executive Committee may appoint Advisors and/or Patrons who may or may not be a Member of the Association to advise the Executive Committee in such matters as and when the Executive Committee deems necessary.

12.2 The Advisors and Patrons so appointed shall have no voting rights in the Executive Committee.

12.3 Patrons may be invited by the President and/or the Executive Committee to chair a General Meeting of the Association in which case the Patron shall have no voting rights.

13. ARTICLE 13 – EXECUTIVE DIRECTOR

13.1 The Executive Committee may appoint an Executive Director ("**ED**") or an equivalent to lead the Association management and secretariat staff.

13.2 The ED shall hold office on the terms and conditions (including as to remuneration) and with the powers, duties and authorities, determined by the Executive Committee.

13.3 The exercise of the ED's powers and authorities, and the performance of the ED's duties, shall always be subject to the control of the Executive Committee.

13.4 The role of the ED will be to implement the strategies, plans and policies approved by the Executive Committee and to be responsible for the management and direction of the Association and its finances.

13.5 The ED shall attend all the Association meetings including General Meetings and Executive Committee meetings, subject to a determination otherwise by the Executive Committee. The ED shall not have a vote at these meetings but may speak on any matters where required.

13.6 Subject to the terms and conditions of the appointment, the Executive Committee may suspend or remove the ED from that office.

14. ARTICLE 14 - GENERAL MEETINGS

14.1 Annual General Meeting ("**AGM**")

(a) An AGM shall be held on or before 30 September of each year, at such time and place as the Executive Committee shall determine.

(b) If there are any unavoidable reasons for delay in holding the AGM by 30 September, the members shall be notified of the reason by 30 August through email or on 30 September's official website. The AGM may be postponed to a later date if no more than one-third (1/3) of the Ordinary Members raise any objections in writing to the Association within seven days from the date of this notification.

(c) No business other than that stated in the notice and agenda for the AGM shall be transacted at the General Meeting.

(d) The AGM shall:-

(i) Consider and confirm the previous year's financial accounts and reports of the Executive Committee and the Auditor;

(ii) If applicable, elect the office bearers of the Executive Committee for the following term;
(iii) Appoint the Auditor for the ensuing year;
(iv) Decide on any resolution(s) of which notice has been given as hereinafter provided; and
(v) Deal with any other business placed before the meeting.

14.2 Extraordinary General Meeting ("**EGM**")

(a) An Extraordinary General Meeting may be convened at any time by order of the Executive Committee or on receipt of a written requisition by at least one-third (1/3) of the Ordinary Members on SAQ's membership register. Such requisition shall state the business that is to be transacted at the requested EGM.

(b) The Executive Committee shall convene the EGM within one (1) month of receiving the requisition. Ordinary Members who requisitioned the EGM may proceed to convene the EGM if one is not convened by the Executive Committee and shall provide the relevant notice and agenda for the meeting to the Ordinary Members.

14.3 Notice of General Meetings

(a) Fourteen (14) days' written notice shall be given for Extraordinary General Meetings and twenty-one (21) days' written notice shall be given for Annual General Meetings.

(b) The matters to be discussed must be specified with the notice and contain all necessary and relevant papers for the consideration of the General Meeting. If they so desire, the Members, by unanimous decision, may reduce or dispense with this notice period.

(c) The agenda for the AGM, the Executive Committee's annual report and the audited financial statements for the preceding financial year, shall be forwarded to the members at least seven (7) days before the date of the AGM.

14.4 General Meetings (i.e. AGM and EGM) must be conducted physically unless otherwise prohibited by legislation or government order.

14.5 Delegates and Voting

(a) Each Member may appoint in writing up to three (3) Delegates to attend the General Meetings.

(b) Only authorised delegates of Ordinary Members who are above the age of twenty-one (21) shall be eligible to vote at General Meetings and stand for the election of Executive Committee Members.

(c) For every resolution tabled at the General Meeting, each Ordinary Member ("**Voting Members**") is entitled to only one (1) vote regardless of the number of Delegates attending. Voting shall be by secret ballot.

(d) Electronic voting is not allowed unless the General Meeting is not conducted physically due to legislation or government order.

(e) Ordinary Members shall appoint a delegate to exercise voting rights on their behalf at the General Meetings. Such an appointment shall be made on the prescribed form, in accordance with the rules of the Association. This form shall be handed to the Secretary General at least half an hour before the Meeting is due to commence.

(f) Executive Committee Members shall have no voting rights at General Meetings unless he is the authorised delegate of an Ordinary Member entitled to vote.

(g) Voting by proxy is not allowed at all General Meetings.

(h) The candidate for each position in the Executive Committee who receives the most votes shall be declared elected.

(i) In the case where two (2) or more candidates receive an equal number of votes, a re-vote shall be taken in the case of such candidates in a subsequent round of voting. Following which, the candidate(s) with the lowest number of votes shall be eliminated after that round of voting. In the event of a tie after such re-vote, the Chairman shall have a second or casting vote.

(j) The Chairman shall be precluded from having a second or casting vote when voting for the post for which the Chairman is standing for election is conducted. In the event of a tie for a post or which the Chairman is standing for election, the next Executive Committee Member (in the order as set out in Article 8.2 above) who is not standing for election for the same post shall have the second or casting vote.

(k) All resolutions, with the exception of special resolutions, shall be approved by a simple majority (i.e. more than half (1/2) of the members present and entitled to vote). All special resolutions shall be approved by at least two-thirds (2/3) of the members present and entitled to vote.

14.6 Quorum

(a) The quorum at General Meetings shall be one-third (1/3) of the total number of Voting Members entitled to vote at the General Meetings. In the event of there being no quorum, the meeting shall be adjourned for half an hour. Should the number then present be insufficient to form a quorum, the Voting Members present shall be considered a quorum and the General Meeting shall proceed with the agenda of the meeting that was adjourned. However, that General Meeting shall have no power to add, amend, delete or rescind any part of the Constitution.

(b) The Executive Committee may also invite various others including the Association’s auditors, legal advisers and observers from the Association’s stakeholders for General Meetings. Such invitees shall not participate in the proceedings of the General Meetings and may only address the meeting if deemed necessary by the Chairman or with the consent of the authorised delegates present at the meeting.

(c) The President may, with the consent of the General Meeting, adjourn the General Meeting from time to time and from place to place but no matter may be discussed

at the adjourned General Meeting that could not have been discussed at the General Meeting that was adjourned, unless proper notice is given.

15. ARTICLE 15 – FINANCIAL YEAR, AUDIT & FUNDS

15.1 A firm of Public Accountants and Chartered Accountants shall be appointed as auditors at each AGM for the next financial year and shall be eligible for reappointment.

15.2 The financial year of the Association shall be from 1 April of the current year to 31 March of the following year.

15.3 The accounts of the Association shall be audited at the close of each financial year by a certified public accountant, as defined in the Accountants Act 2004, not less than one (1) month before the Annual General Meeting. The Auditor shall certify the correctness of the accounts to be submitted to the Annual General Meeting.

15.4 All authorizations for the withdrawal of monies and the signing of cheques shall be approved and signed by either the President, the Secretary General or the Treasurer and any one Vice-President appointed by the Executive Committee.

15.5 The External Auditors shall change at least once every five (5) years, whether to another auditor from the same auditing firm or company or to another auditor from a different auditing firm or company.

15.6 The auditors may be required by the President to audit the Association's accounts for any period within their tenure of office at any date and make a report to the Executive Committee.

16. ARTICLE 16 – ANTI-DOPING & PREVENTION OF COMPETITION MANIPULATION

16.1 The Association recognises the right of all its athletes to participate in clean sport and is committed to ensuring the sport is doping-free and is free of any manipulation of competitions.

16.2 All affiliates, members, athletes, participants, staff and other individuals, who are subject to the jurisdiction of the Association are bound by and agree to abide by all World Anti-Doping Code-compliant anti-doping rules applicable to the sport and to comply with the Olympic Movement Code on the Prevention of Manipulation of Competitions.

17. ARTICLE 17 – SAFE SPORT

17.1 The Association is committed to ensuring the safety and wellbeing of the Association's athletes and practitioners in Singapore and shall take all necessary measures to protect them from all forms of harassment and abuse.

17.2 All affiliates, members, athletes, participants, staff and other individuals, who are subject to the jurisdiction of the Association are bound by and agree to abide by the Safe Sport Unified Code and to comply with the applicable rules under the Safe Sport Programme.

18. ARTICLE 18 – UNATTACHED AQUATIC ACTIVITIES ATHLETES

18.1 No aquatic activities athlete is allowed to participate in any competition in Singapore organised or sanctioned by the Association unless the aquatic activities athlete is a member of an Ordinary Member or Associate Member of the Association, or is participating under the auspices of a World Aquatics Member National Federation, provided that the Executive Committee may from time to time waive these requirements with respect to any aquatic activity or any particular competitions.

19. ARTICLE 19 – REGISTERED AQUATIC ACTIVITIES ATHLETES

19.1 No aquatic activities athlete is allowed to participate in any competition in Singapore organised or sanctioned by the Association unless the aquatic activities athlete is registered with the Association in accordance with the terms and conditions for the registration of aquatic activities athletes in force from time to time, provided that the Executive Committee may from time to time waive these requirements with respect to any aquatic activity or any particular competition.

20. ARTICLE 20 – PROHIBITION

20.1 The funds of the Association shall not be used to pay the fines of Members who have been convicted in a Court of Law.

20.2 The Association shall not engage in any trade union activity as defined in any written law relating to trade unions for the time being in force in Singapore.

20.3 The Association shall not attempt to restrict or interfere with trade or make directly or indirectly any recommendation to, any arrangement with its members which has the purpose or is likely to have the effect of fixing or controlling the price or any discount, allowance or rebate relating to any goods or services which adversely affect consumer interests.

20.4 The Association shall not indulge in any political activity or allow its funds and/or premises to be used for political purposes.

20.5 The Association shall not raise funds from the public for whatever purposes without the prior approval in writing of the Assistant Director Operations, Licensing Division, Singapore Police Force and other relevant authorities where necessary.

21. ARTICLE 21 - PROPERTY

21.1 Any immovable property of the Association shall be vested in three (3) Trustees elected by the General meeting and the power of removing and appointing Trustees shall be vested in the General meeting.

21.2 Any change to the address of each immovable property and name(s) of the Trustee(s) shall be notified to the Registrar of Societies and the Commissioner of Charities within two (2) weeks of the change.

22. ARTICLE 22 - TRUSTEES

22.1 If the Association at any time acquires any immovable property, such property shall be vested in trustees subject to a declaration of trust.

22.2 The trustees of the Association shall:

(a) Be elected by a General Meeting of members;

(b) Not effect any sale or mortgage of property without the prior approval of the General Meeting of members.

22.3 The office of the trustee shall be vacated:

(a) If the trustee dies or becomes of unsound mind;

(b) If he is absent from the Republic of Singapore for a period of more than one (1) year;

(c) If he is guilty of misconduct of such a kind as to render it undesirable that he continues as a trustee; or

(d) If he submits notice of resignation from his trusteeship.

22.4 Notice of any proposal to remove a trustee from his trusteeship or to appoint a new trustee to fill a vacancy must be given by posting it on the Association's notice board and/or on the Association's website at least two (2) weeks before the General Meeting at which the proposal is to be discussed. The result of such General Meeting shall then be notified to the Commissioner of Charities.

22.5 The address of each immovable property, name of each trustee and any subsequent change must be notified to the Commissioner of Charities.

23. ARTICLE 23 – VISITORS AND GUESTS

23.1 Visitors and guests may be admitted into the premises of the Association but they shall not be admitted into the privileges of the Association. All visitors and guests shall abide by the Association's rules and regulations.

24. ARTICLE 24 - DISSOLUTION

24.1 The Association shall not be dissolved except with the consent of not less than three-fifths (3/5) of those entitled for the time being to vote at General Meetings.

24.2 In the event of the Association being dissolved as provided above, all debts and liabilities legally incurred on behalf of the Association shall be fully discharged, and the remaining funds will be donated to charitable organization(s), or Institution(s) of a Public Character, when the Association is an Institution of a Public Character, as the case may be, with similar objectives in Singapore which is(are) registered under the Charities Act, as the members of the Association.

24.3 The General Meeting, resolving to dissolve the Association, shall appoint a liquidator to act on behalf of the Association and ensure that the dissolution of the Association is carried out in accordance with the Societies Act 1966, Charities Act 1994 and all other relevant laws and provisions relating to the dissolution of the Association.

24.4 A Certificate of Dissolution shall be given within seven (7) days of the dissolution to the Registrar of Societies and Commissioner of Charities.

25. ARTICLE 25 – CESSATION OF CHARITY STATUS

25.1 In the event that the Association ceases to be a registered charity under the Charities Act, all debts, liabilities legally incurred on behalf of the Association shall be fully discharged, and the remaining funds will be donated to charitable organization(s), or Institution(s) of a Public Character, when the Association is an Institution of a Public Character, as the case may be, with similar objectives in Singapore which is (are) registered under the Charities Act as the members of the Association may determine at the General Meeting

26. ARTICLE 26 – BY-LAWS

26.1 The Executive Committee shall have the sole and unfettered discretion to enact by-laws that do not contradict the letter or spirit of these Articles. Such by-laws, and any amendments thereto made by the Executive Committee, shall come into effect upon publication in the Association's website.

26.2 If there is inconsistency, the provisions of the Constitution shall prevail, and that by-law, policy, regulation, procedure or practice shall to the extent of the inconsistency be void.

26.3 When in force, such by-laws, policies, regulations, procedures and practices shall be binding on all Members and has the same effect as a provision in this Constitution.

27. ARTICLE 27 - AMENDMENTS

27.1 No alterations, amendments or additions/deletions to this Constitution shall be made except at a General Meeting and by a special resolution.

27.2 Such alterations, amendments or additions/deletions shall only take effect after the approval from the Registrar of Societies and the Commissioner of Charities has been received.

27.3 Any proposal to amend the Constitution shall be notified in writing to the Association at least fourteen (14) days before the General Meeting together with a copy of the proposed amendments.

28. ARTICLE 28 – DISPUTE RESOLUTION

28.1 Any dispute arising amongst Members or between any Member and the Association shall be resolved in accordance with the Framework for Alternative Dispute Resolution for Sports (ADR Sports) or other dispute resolution framework jointly administered for the time being by Sport Singapore, the Singapore Mediation Centre and the Singapore Institute of Arbitrators.

29. ARTICLE 29 - INTERPRETATION

29.1 In these Articles, unless there is something repugnant in the subject matter or context:

(a) Words importing the singular number shall include the plural number and vice versa; and

(b) Words importing the masculine gender shall include the feminine gender.

29.2 The Executive Committee shall be the sole authority for the interpretation of these Articles. The decision of the Executive Committee, upon any question of interpretation or upon any matter affecting the Association and not provided for by these Articles, shall be final and binding on the Members unless it is reversed at a General Meeting of members.