

# **CONSTITUTION OF SINGAPORE SWIMMING ASSOCIATION**

## **ARTICLE 1 - NAME**

The Association shall be called “SINGAPORE SWIMMING ASSOCIATION” (hereinafter referred to as the “Association”).

## **ARTICLE 2 – OBJECTIVES**

2.1 The objectives of the Association are:-

- (a) to promote, encourage, organise and develop Swimming, Diving, Water Polo, Synchronized Swimming, Open Water Swimming and other related aquatic activities in Singapore (hereinafter referred to as the “aquatic activities”);
- (b) to organize aquatic meetings or competitions for Swimming, Diving, Water Polo and Synchronized Swimming, 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;
- (c) to sponsor, support and participate in any national, regional or international competitions Swimming, Diving, Water Polo, Synchronized Swimming, Open Water Swimming and other related aquatic activities;
- (d) to uphold the rules of Swimming, Diving, Water Polo, Synchronized Swimming, Open Water Swimming and other related aquatic activities as may from time to time be approved by the Federation Internationale de Natation (“FINA”);
- (e) to promote and safeguard the interests and objectives of the Association and employ, when necessary, the funds of the Association for that purpose;
- (f) to obtain sponsors and funds to enable the Association to meet the objectives set out herein;
- (g) to coordinate with organizations, e.g. Singapore Sports Council and the Singapore National Olympic Council, interested in aquatic activities in Singapore;
- (h) to assist in the training of coaches, instructors and technical officials for the aquatic activities by organising courses and ensuring that such courses and training contribute to the development of the aquatic activities in Singapore;
- (i) to have a selection committee to select competitors, to represent Singapore and/or the Association;
- (j) to be affiliated to world bodies or organizations, including FINA and the Asia Swimming Federation (ASF), which promote Swimming, Diving, Water Polo, Synchronized 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 world bodies or organisations;
- (k) 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.
- (l) 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, Synchronised Swimming and Open Water Swimming, and not a sports club.

### **ARTICLE 3 - PLACE OF BUSINESS**

The place of business of the Association shall be at Toa Payoh Swimming Complex, Lorong 6 Toa Payoh, Singapore 319390 and/or such other address as may subsequently be decided upon by the Executive Committee and approved by the Registrar of Societies.

### **ARTICLE 4 - ASSOCIATION'S COLOURS**

The Association Colours shall be red, white and blue.

### **ARTICLE 5 - PATRONS AND PATRON-IN-CHIEF**

The Association, through its General Meeting, may invite any distinguished person to be its Patron-in-Chief. The Executive Committee may also invite distinguished persons to be Patrons of the Association. Such persons must be Singapore citizens.

### **ARTICLE 6 - MEMBERSHIP**

#### **6.1 Categories of Members**

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

#### **6.2 Ordinary Members**

- 6.2.1 Any organization or entity which is registered under the Societies Act, or which are entities within the Singapore Government or a Statutory Board, willing to abide by the Constitution of the Association (as may be amended or implemented from time to time) and its resolutions, shall be eligible to apply to the Association to be considered for admission as an "Ordinary Member".
- 6.2.2 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.
- 6.2.3 An Ordinary Member must have a minimum of 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.

#### **6.3 Associate Members**

- 6.3.1 Associate Membership may be granted to properly constituted clubs, associations, corporations, and other organisations registered or incorporated in accordance with the existing laws of Singapore and which are not already Ordinary Members of the Association.
- 6.3.2 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.

#### 6.4 Honorary Members

- 6.4.1 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.
- 6.4.2 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.

#### 6.5 Application for Membership

- 6.5.1 Any club, association, organization wishing to be a member of 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 receipt of such application. Those that meet established criteria stipulated in this Article shall be accepted. Rejected applicants may appeal in writing.
- 6.5.2 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.

#### 6.6 Resignation of Membership

- 6.6.1 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.
- 6.6.2 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.

#### 6.7 Suspension or Expulsion

- 6.7.1 If at any time, the Executive Committee is of 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, for a period not exceeding six months, as the Executive Committee may determine.
- 6.7.2 Before any Member is expelled or suspended, the Secretary General or any authorized person shall give the Member a minimum of seven 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.
- 6.7.3 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.
- 6.7.4 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.
- 6.7.5 The disciplinary board shall present to the Executive Committee its findings after giving the Member the opportunity of being heard.

- 6.7.6 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.

#### **ARTICLE 7 – FEES**

- 7.1 The entrance and subscription fees for various types of memberships shall be determined from time to time by the Executive Committee at its sole discretion.

#### **ARTICLE 8 - EXECUTIVE COMMITTEE**

- 8.1 The Association shall be managed by an Executive Committee consisting of the following office bearers:

- (a) President
- (b) Secretary General
- (c) Vice-President (Finance)
- (d) Vice-President (Swimming)
- (e) Vice-President (Water Polo)
- (f) Vice-President (Diving)
- (g) Vice-President (Synchronized Swimming)
- (h) Treasurer
- (i) Assistant Secretary General (Swimming)
- (j) Assistant Secretary General (Water Polo)

Members of the Executive Committee shall serve in an honorary capacity.

- 8.2 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 (hereinafter “Exco 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 to the “Conflict of Interest” policy. This will be recorded at the first Executive Committee meeting, and subsequent meetings as and when such situations arise. An Exco Member shall abstain from any evaluation or decision-making if the issues are directly related to his/her declared interests. These shall be documented.

- 8.3
- (a) Exco Members shall be elected and/or re-elected for a 2-year term, by vote at the Annual General Meeting. An individual may serve an accumulative maximum of 8 years as an Exco Member other than as the President. The maximum accumulative tenure an individual may serve as President will be 8 years, regardless of the number of years served as a non-presiding member in the Executive Committee.
  - (b) A person nominated for any of the abovementioned positions in the Executive Committee must be a member of an Ordinary Member of the Association;

- (c) Nominations for election will close seven working days before the Annual General Meeting.
  - (d) 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. This material information must be made known to voters before the election.
  - (e) A person shall not be elected to more than one of the above mentioned positions.
  - (f) Any change of Executive Committee members shall be notified to the Registrar of Societies and the Commissioner of Charities within 2 weeks of the change.
  - (g) Not more than half of the Executive Committee shall be immediate family members related by blood or marriage.
- 8.4 All office bearers shall be eligible for re-election with the exception of the Treasurer who shall not be re-elected to the same or related posts for more than two consecutive terms.
- 8.5 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 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 an Audit Committee which shall be chaired by an Exco Member and which 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.

- (m) appoint a Disciplinary and Legal Committee which shall be chaired by an Exco 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.
- (n) co-opt additional members to the Executive Committee who shall have no voting rights in the Executive Committee; such co-opted members shall hold office until the next Annual General Meeting;
- (o) appoint Honorary Advisor(s) to advise the Association in areas of its operations;
- (p) suspend or disqualify for cause any swimmer, 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;
- (q) decide any other matters which are incidental to, connected with or conducive to any of the aforementioned functions.

#### 8.6 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 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 Exco Members (excluding co-opted members) shall form a quorum.
- (c) The President shall chair all Executive Committee meetings. In his absence, the Secretary General shall take the chair. If neither is present, the Exo Members present may, notwithstanding Article 9.3, elect their own chairperson.
- (d) Absent Exco 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 Exco Members. In the event of a tie, the Chairman of the Meeting shall have a casting vote.

### ARTICLE 9 - DUTIES OF OFFICE BEARERS

- 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-President, 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 The Secretary General shall act in place of the President if the President is, at anytime, unable to act.
- 9.3 If the President and the Secretary General are unable to act at any time, the Executive Committee shall, on a majority vote, appoint one of the Vice Presidents to act as President.
- 9.4 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.
- 9.5 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 collection of fees including subscription and entrance fees;
  - (c) the drawing up and the presentation of the annual accounts to the Annual General Meeting;
  - (d) the payment of bills properly incurred by and on behalf the Association.
- 9.6 The Vice-President (Finance) 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.
- 9.7 The Vice President (Swimming) shall be responsible for promoting Swimming, Open Water Swimming and any other duty decided by the Executive Committee.
- 9.8 The Vice President (Water Polo) shall be responsible for promoting Water Polo and any other duty decided by the Executive Committee.
- 9.9 The Vice President (Diving) shall be responsible for promoting Diving and any other duty decided by the Executive Committee.
- 9.10 The Vice President (Synchronized Swimming) shall be responsible for promoting Synchronized Swimming and any other duty decided by the Executive Committee.
- 9.11 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.

## **ARTICLE 10 - GENERAL MEETINGS**

### **10.1 Annual General Meeting**

- (a) An Annual General Meeting shall be held on or before 30 June of each year, at such time and place as the Executive Committee shall determine.
- (b) The Annual General Meeting 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.

### **10.2 Extraordinary General Meeting**

Extraordinary General Meetings may be called at any time either by the Executive Committee or by the Secretary General upon receipt of a written requisition by four Ordinary Members. No Extraordinary General Meeting shall be convened for the same purpose within the following six (6) months unless it was an adjourned meeting.

### **10.3 Notice of General Meetings**

- (a) Fourteen days' written notice shall be given for all 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.

### **10.4 Delegates and Voting**

- 10.4.1 Each Member may appoint in writing up to three Delegates to attend General Meetings.
- 10.4.2 For every resolution tabled at the General Meeting, each Ordinary Member (also referred to as "Voting Members") is entitled to one vote. Voting shall be by secret ballot.
- 10.4.3 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.

### **10.5 Quorum**

- 10.5.1 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.

- 10.5.2 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.

#### **ARTICLE 11 – FINANCIAL YEAR, AUDIT & FUNDS**

- 11.1 The financial year of the Association shall be from 1 April of the current year to 31 March of the following year.
- 11.2 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 (Cap. 2), not less than one month before the Annual General Meeting. The Auditor shall certify the correctness of the accounts to be submitted to the Annual General Meeting.
- 11.3 The Auditor shall be appointed or removed at a General Meeting.
- 11.4 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.
- 11.5 The External Auditors shall be changed at least once in every 5 years.

#### **ARTICLE 12 – UNATTACHED SWIMMERS**

No swimmer shall be allowed to participate in any competition in Singapore organized or sanctioned by the Association unless the swimmer is a member of an Ordinary Member or Associate Member of the Association, or is participating under the auspices of a FINA 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 competition.

#### **ARTICLE 13 – REGISTERED SWIMMERS**

No swimmer shall be allowed to participate in any competition in Singapore organized or sanctioned by the Association unless the swimmer is registered with the Association in accordance with the terms and conditions for the registration of swimmers 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.

#### **ARTICLE 14 - PROHIBITION**

- 14.1 Gambling of any kind, excluding the promotion or conduct of a private lottery (which has been permitted under the Private Lotteries Act Cap 250), is forbidden on the Association's premises. The introduction of materials for gambling or drug taking and of bad characters into the premises is prohibited.
- 14.2 The funds of the Association shall not be used to pay the fines of Members who have been

- convicted in a Court of Law.
- 14.3 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.
- 14.4 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.
- 14.5 The Association shall not organize or conduct any lottery, whether confined to its Members or not, in the name of the Association or its office-bearers, without the prior approval of the relevant authorities.
- 14.6 The Association shall not indulge in any political activity or allow its funds and/or premises to be used for political purposes.
- 14.7 The Association shall not raise funds from the public for whatever purposes without the prior approval in writing of the Head, Licensing Division, Singapore Police Force and other relevant authorities.

#### **ARTICLE 15 – PROPERTY**

- 15.1 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.
- 15.2 Any change to the address of each immovable property and name of trustee shall be notified to the Registrar of Societies and the Commissioner of Charities within 2 weeks of the change.

#### **ARTICLE 16 - AMENDMENTS**

These Articles may be repealed, amended or added to by resolution of a majority of two-thirds of the Voting Members present and voting on the resolution at the Association's Annual General Meeting or an Extraordinary General Meeting. Such amendments shall not come into force without the prior written consent from the Registrar of Societies and the Commissioner of Charities.

#### **ARTICLE 17 - DISSOLUTION**

- 17.1 The Association shall not be dissolved except by a resolution passed by the General Meeting where at least 80% of the total Ordinary Members either in person or by proxy, vote in favour of the dissolution.
- 17.2 In the event the Association being dissolved as provided above, all debts and liabilities legally incurred by the Association shall be fully discharged. The remaining funds shall be disbursed to other charities or Institutions of a Public Character (IPCs) approved under the Charities Act. Notice of dissolution shall be given to the Registrar of Societies and the Commissioner of Charities within seven days.
- 17.3 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 (Cap. 311), Charities Act (Cap. 37) and all other relevant laws and provisions relating to the dissolution of the Association.

#### **ARTICLE 18 - INTERPRETATION**

- 18.1 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;
  - (b) Words importing the masculine gender shall include the feminine gender;
  - (c) Reference to 'Swimming' includes Diving, Water Polo, Synchronized Swimming, Open Water Swimming and other related aquatic activities. Likewise, 'swimmer' includes diver, water polo player, synchronized swimmer and open water swimmer, where the context so admits.
- 18.2 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.

#### **ARTICLE 19 – BY LAWS**

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.