

ARCHERY ASSOCIATION OF SINGAPORE

3 Stadium Drive #01-33 Singapore 397630

www.archerysingapore.org.sg

Email: secretary@archerysingapore.org.sg



Affiliated to :
World Archery (WA)
World Archery Asia (WAA)
Singapore National Olympic Council (SNOC)
South East Asia Archery Federation (SEAAF)

CONSTITUTION OF ARCHERY ASSOCIATION OF SINGAPORE

1. NAME

1.1. The association shall be known as the Archery Association of Singapore hereinafter referred to as "AAS".

2. DEFINITION

2.1. In this Constitution, words importing the singular include the plural and vice versa, and words importing any gender include the other genders.

2.2. In this Constitution unless the context requires otherwise:

2.2.1. "Advisor" means an advisor to AAS appointed in accordance with Article 30.

2.2.2. "Affiliate Member" (or "Member") means a Full Member or Associate Member admitted to AAS in accordance with Articles 8, 9 and 10 respectively.

2.2.3. "AGM" means the Annual General Meeting of AAS members required to be held by AAS in each calendar year.

2.2.4. "Appointed Board Member" means an AAS Board Member appointed under Article 22.

2.2.5. "Archery" means the sport of Archery, including all the disciplines.

2.2.6. "Archery Events" means competitions, championships, demonstrations, exhibitions and any other events relating to archery.

2.2.7. "Associate Member" means an entity admitted as a Member of AAS in accordance with Article 10.

2.2.8. "Authorized Delegate" means a person appointed by a Full Member to attend a General Meeting of AAS and to speak and vote on its behalf at such meetings.

2.2.9. "Authorized Representative" means a person appointed by an Associate Member to attend a General Meeting of AAS.

2.2.10. "Board Committee" means a committee established under Article 28.

2.2.11. "Board Member" means a member of the AAS Board and includes Elected Board Members and Appointed Board Members.

2.2.12. "Board Members" means all or some of the Board Members of AAS acting as a board.

2.2.13. "Board" means the body consisting of Elected and Appointed



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Board Members that govern AAS.

2.2.14. "By-law" means a by-law made under Article 33.

2.2.15. "CEO" means a person appointed as Chief Executive Officer or their equivalent by the Board according to the powers conferred on them by Article 31.

2.2.16. "Constitution" means this constitution as amended from time to time, and a reference to an article is a reference to an article of this Constitution.

2.2.17. "Discipline" means an AAS sport program defined by World Archery and accepted by AAS as a program under its jurisdiction.

2.2.18. "EGM" means an Extraordinary General Meeting of AAS members called in accordance with Article 14.

2.2.19. "Elected Board Member" means an AAS Board Member elected under Article 21.

2.2.20. "Family Members" means a person's child, sibling, parent, spouse, spouse's parent, spouse's sibling, grandparent, or grandchildren.

2.2.21. "Full Member" means an entity admitted as a Member of AAS in accordance with Article 9.

2.2.22. "General Meeting" means a general meeting of AAS Members and includes the Annual General Meeting (AGM) and Extraordinary General Meeting (EGM).

2.2.23. "IHLs" means Institutions of Higher Learning such as Institutes of Technical Education, Polytechnics and Universities that are under the purview of the Ministry of Education of Singapore.

2.2.24. "Independent Member" means an Appointed Board Member who is defined as being independent under Article 22.

2.2.25. "Internal Control Measure" means a measure made under Article 33.

2.2.26. "Key Office Bearer" means a person who holds the position of President, Vice President, Secretary General, Treasurer or any other key appointment in the AAS Board.

2.2.27. "Objectives" means the objectives of AAS set out in Article 7.

2.2.28. "Patron" means a patron of AAS appointed in accordance with Article 30.

2.2.29. "Policy" means a policy made under Article 33

2.2.30. "Special Resolution" means a resolution that must be passed by two-thirds of the members present at a General Meeting who are entitled

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to vote in accordance with this Constitution.

2.2.31. "Trustee" means a Trustee of AAS appointed in accordance with Article 39.

2.2.32. "Voting Members" means all Full Members eligible to vote at General Meetings.

3. PLACE OF BUSINESS

3.1. The place of business of AAS shall be "3, Stadium Drive, #01-33, Singapore Sports Hub, Singapore 397630" or such other address as may from time to time be decided by the Board, subject to the approval of the Registrar of Societies. AAS shall carry out its activities only in places and premises which have the prior written approval from the relevant authorities, where necessary.

4. AFFILIATION

4.1. AAS shall be affiliated to World Archery (hereinafter referred to as "WA"), the Singapore National Olympic Council (hereinafter referred to as "SNOC"), and such other recognized bodies as the Board may deem necessary.

5. AUTHORITY

5.1. AAS shall strive for government and public recognition as the national governing body and authority for the sport of Archery in Singapore by virtue of AAS's affiliation to WA and SNOC, and through endeavors that further the objectives of AAS.

6. INCLUSIVITY

6.1. AAS shall be inclusive and shall integrate into AAS's activities any adaptive form of Archery for people with disabilities that has been approved by WA or the International Paralympics Committee.

7. OBJECTIVES

7.1. The objectives of AAS shall be as follows:

7.1.1. To promote, develop, regulate and increase participation for the sport of Archery in Singapore;

7.1.2. To promote and foster physical activity for health and wellness, community engagement and bonding, social inclusiveness, integration and to inspire the Singapore Spirit through the sport of Archery;



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7.1.3. To engage communities and provide avenues for recreational archery to vulnerable segments of the community such as youth at risk and the less privileged;

7.1.4. To unify, co-ordinate, sanction and organize archery activities and competitions in Singapore, including national and international archery championships and events;

7.1.5. To select & recommend archers to represent Singapore in Major Games (selection criteria and/or qualification marks set by Sport Singapore and the SNOC) and to select & endorse archers' participation in other regional and international Archery Championships, guided by a Selection Framework endorsed by the Board;

7.1.6. To raise the competitive standards of archery for positive and sustainable elite level performance at international competitions and multi-sports major games;

7.1.7. To provide sport pathways and opportunities for the progression and advancement of archers, coaches and technical officials in Singapore;

7.1.8. To raise the technical capability of archery coaches and technical officials in Singapore;

7.1.9. Generally, to do all such other things complementary or incidental to attain the aforesaid objectives set out in Articles 7;

8. MEMBERSHIP

8.1. AAS's membership shall consist of Full and Associate Members, who will collectively be referred to as AAS Affiliates.

8.2. The list of the approved and most current AAS Affiliates shall be posted on AAS's official website.

9. FULL MEMBERS

9.1. Full 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 (IHLs), Government Ministries or Statutory Boards that are willing to observe the rules and regulations of AAS;

9.2. Full Members shall undertake all the objectives of AAS set out in Article 7;

9.3. Full Members shall participate in the competitions, programs, courses and activities organized by AAS with a total of at least thirty (30)

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registered participants within the last twenty-four (24) months;

9.4. Full Members shall have at least twenty-five (25) registered and paying members and who are not members of another Full Member.

9.5. Full Members shall undertake that at least half of its own board members at any given time be Singapore citizens;

9.6. Full Members shall have full voting rights at AAS's General Meetings;

9.7. Full Members shall be approved by a special resolution (i.e. requiring the consent of at least two-thirds of the voting members present) at an AGM, and newly approved Full Members may only exercise their voting rights at subsequent General Meetings.

9.8. Full Members may only be removed by way of Special Resolution at an AGM, or by way of Article 12.3 or Article 24.1.13.

10. ASSOCIATE MEMBERS

10.1. Associate Members shall be organizations, clubs, interest Groups, institutions, schools, academies and archery team that are willing to observe the rules and regulations of AAS but are not eligible for Full Membership;

10.2. Associate Members shall have no voting rights at AAS's General Meetings;

10.3. All Associate Membership shall be approved and may be removed by the Board.

11. APPLICATION FOR MEMBERSHIP

11.1. All membership applications shall be submitted to the Secretary General as prescribed by AAS;

11.2. Application for membership may be rejected on any of the following grounds:

11.2.1. The application form is incomplete;

11.2.2. The application/applicant does not satisfy all the relevant membership criteria set out in the relevant membership category in this Constitution;

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

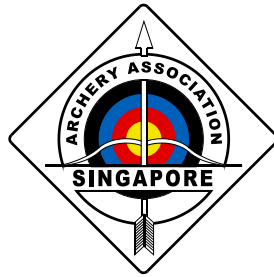
11.2.4. Where accepting the application/applicant would in the Board's discretion be deemed prejudicial to the interest of AAS as a whole.

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12. MEMBERSHIP FEES

12.1. There shall be no entrance fee to be a member of AAS. Members shall pay an annual membership renewal fee, amount determined by the General Meeting of members on recommendation from the Board from time to time. Membership renewal fees shall be paid by 1st of June of each year;

12.2. The Board may suspend members who have membership renewal fee arrears of two (2) months or more. Suspended members shall not be entitled to any of the rights and privileges of membership including voting rights at General Meetings;

12.3. The Board shall have the power to terminate members who have failed to make payment of their membership renewal fees of more than one (1) years' worth of fees. Any entities that seek to reinstate their position as Full Members may only do so after a lapse of one (1) year at the subsequent AGM;

12.4. The list of suspended and terminated Affiliates shall be posted on AAS's official website along with the effective date of their suspension or termination;

12.5. The income and property of AAS whensoever derived shall be applied towards the promotion of the objectives of AAS 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 AAS or to any of them or to any person claiming through any of them.

13. ANNUAL GENERAL MEETINGS

13.1. The supreme authority of AAS is vested in a General Meeting of the members. The Annual General Meeting (AGM) shall be held not later than 30 September each year;

13.2. If there are any unavoidable and/or unforeseen reasons for not holding the AGM by 30 September, the members shall be notified of the reason by 31 August through email and AAS's official website. The AGM may be postponed to a later date if no more than one-third (1/3) of the Full Members raise any objections in writing or through email to AAS within seven (7) days from the date of this notification;

13.3. At least twenty-one (21) calendar days' notice shall be provided to Affiliates, through email and AAS's official website, specifying the place, date and time of the AGM;

13.4. Full Members who wish to table a resolution for the General Meeting's approval must notify the Secretary General in writing at least

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fourteen (14) calendar days before the date of the AGM.

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

13.6. The business to be transacted at the AGM shall be:

13.6.1. To approve the annual report, and the previous financial year's audited financial statements;

13.6.2. To approve any resolutions tabled by Full Members in accordance with Article 13.4 or by the Board;

13.6.3. To appoint auditors for the ensuing term;

13.6.4. Where applicable, to approve or remove Full Members;

13.6.5. Where applicable, to approve the list of nominations received and to hold the election for Board Members;

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

13.8. General Meetings (i.e., AGM and EGM) may be conducted, wholly or partly, by electronic means. Members must at least be allowed to contemporaneously observe the proceedings of such meetings by audio and video means (e.g., "live" webcast) and to cast their vote electronically where required. Details on the arrangements for meetings to be conducted by electronic means shall be provided to members in the notice of the meeting.

14. EXTRAORDINARY GENERAL MEETINGS

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

14.2. The Board shall convene the EGM within thirty (30) calendar days of receiving the requisition. Full Members who requisitioned the EGM may proceed to convene the EGM if one is not convened by the Board and shall provide the relevant notice and agenda for the meeting to the Full Members;

14.3. At least fourteen (14) calendar days' notice shall be provided to Affiliates, through email and AAS's official website, specifying the place, date and time of the EGM along with the resolutions to be passed at the meeting;

14.4. No EGM shall be convened for the same resolution within the

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following six (6) months, unless new and substantial evidence has surfaced and is supported by at least one-third (1/3) of the voting members (i.e., Full Members).

15. ATTENDANCE AND QUORUM FOR GENERAL MEETINGS

15.1. All Affiliate Members of AAS shall be eligible to attend General Meetings;

15.2. Each Full member: -

15.2.1 May send up to three (3) representatives to attend a General Meeting on its behalf;

15.2.2 Shall appoint one (1) of the representatives to be its Authorized Delegate;

15.2.3 Is entitled one (1) vote at General Meetings, to be exercised by the Authorized Delegate. If the Authorized Delegate needs to leave the General Meeting early due to unforeseen circumstances, he must transfer the authorized delegate role to a registered official from the same Full Member club.

15.3. Each Associate Member:

15.3.1 May be represented by one (1) authorized representative at General Meetings;

15.4 The names of the representative/s and authorized delegates of Full Members and the authorized representative of Associate Members who will be attending the General Meeting shall be notified to the Secretary General at least three (3) calendar days before the date specified for the General Meeting;

15.5 The Board may also invite various others including AAS's auditors, legal advisers and observers from AAS'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 authorized delegates present at the meeting;

15.6 At least a quarter (1/4) of the voting members (i.e., Full Members) or thirty (30) voting members, whichever is the lesser, present at a General Meeting shall form a quorum;

15.7 In the event of there being no quorum at the commencement of a General Meeting, the meeting shall be adjourned for half-an-hour and should the number then present be insufficient to form a quorum, those present shall be considered a quorum. Nevertheless, they shall have no power to amend or make addition to the existing Constitution, or to vote on any Special Resolution.

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16. VOTING AT GENERAL MEETINGS

16.1. Only Authorized Delegates of Full Members who are above the age of twenty-one (21) shall be eligible to vote at General Meetings and for the election of Board Members;

16.2. Each Authorized Delegate shall have one vote. Board Members shall have no voting rights at General Meetings unless he is an authorized delegate of a Full Member;

16.3. Voting by proxy is not allowed at all General Meetings;

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

16.5. No individual shall be appointed the Authorized Delegate of more than one (1) Full Member. No individual may exercise more than one (1) vote for any proposed resolution at General Meetings;

16.6. Electronic voting shall be allowed for general meetings conducted by electronic means. Electronic voting can be by a physical or digital show of hands or by an online poll.

17. BOARD

17.1. AAS shall be governed by a Board between Annual General Meetings. The Board shall have all the powers necessary to manage the affairs of AAS other than those matters reserved for the Annual General Meeting's approval;

17.2. The Board shall have nine (9) Elected Board Members, the Athlete Commission Chairman, and between three (3) to five (5) Appointed Board Members, all of whom shall have the right to vote at Board Meetings;

17.3. More than half of the Board shall be comprised of Singapore citizens;

18. NOMINATION OF ELECTED BOARD MEMBERS

18.1. All nominations for Board Election must reach AAS office at least seven (7) calendar days before an AGM, and any nominations received thereafter shall be invalid;

18.2. All nominations shall be submitted in the prescribed form along with any required supporting documents as may be indicated by the Board;

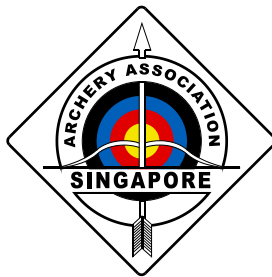
18.3. All nominations must be proposed by a Full Member and seconded by another Full Member;

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18.4. Nomination forms shall include a declaration by the nominee of any personal or business interest that may be of concern to AAS or its members;

18.5. Nominated candidates must fulfil all the eligibility conditions in the sub-articles of Articles 21 (Board Members) and 22 (Elected Board Members) respectively;

18.6. The voting eligibility of Full Members, their Authorized Delegates and the nominated candidates for each Elected Board Member shall be verified and confirmed by a panel preferably comprising two (2) or more independent members from the Board;

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

18.8. The election shall be conducted preferably by an independent member of the outgoing Board;

18.9. Election will be by secret ballot and the result shall be based on a simple majority of the votes cast;

18.10. Any tie in votes that affects the outcome of the election shall be decided by a subsequent round(s) of voting until the tie is resolved;

18.11. Where the tie in votes involves more than 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;

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

19. KEY OFFICE- BEARERS

19.1. The Board shall elect from among themselves Key Office- Bearers, who will minimally be the President, Vice President, Secretary General, Treasurer and Assistant Treasurer following an AGM where an election is held or whenever a vacancy arises;

19.2. The President, Vice President and Secretary General shall be Elected Board Members who are Singapore citizens, and shall be elected by the Elected Board Members at the first Board Meeting following an AGM;

19.3. The Treasurer should preferably have a recognized accounting qualification and / or appropriate practical experience;

19.4. The President should have served and made positive contributions to the sport of Archery and/or AAS as an ex-athlete, official, Elected Board Member, or should otherwise be a prominent individual of good standing



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within the sport and/or business community.

20. BOARD MEMBERS

20.1. Board Members shall at least be twenty-one (21) years of age and shall be Singapore citizens or Singapore Permanent Residents;

20.2. Board Members shall not be undischarged bankrupts or have criminal convictions;

20.3. Board Members shall not be serving a suspension or ban from WA or other regulatory authority;

20.4. Board Members shall be persons of good character with the relevant experience and credentials;

20.5. Board Members shall neither be a paid employee of AAS nor have a family member (i.e., child, sibling, parent, spouse, spouse's parent, spouse's sibling, grandparent, or grandchildren) who is a paid employee of AAS;

20.6. No more than a quarter (1/4) of the Board members shall be family members, and such relationships must be declared upfront in the nomination and before the election of the Elected Board Members.

20.7. Any change of Board members shall be notified to the Registrar of Societies and the Commissioner of Charities within two (2) weeks of the change.

21. ELECTED BOARD MEMBERS

21.1. An Elected Board Member shall be an Authorized Delegate or representative of an Affiliate Member of AAS who is duly elected by the voting members at an AGM;

21.2. Elected Board Members shall act in the best interest of AAS and not do anything to bring the AAS into disrepute;

21.3. The Board may at any time appoint a suitable person to fill a position vacated by an Elected Board Member for the remaining term of office for the vacated position. The appointment will only take effect after official announcement to all Affiliates.

21.4. Where more than half of the Elected Board Member positions become vacant, the Board 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 of the period of office.

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22. APPOINTED BOARD MEMBERS

22.1. The Elected Board Members shall appoint between three (3) to five (5) other Board Members to ensure an appropriate balance and diversity of skills, experience and gender within the Board;

22.2. Appointed Board Members shall preferably be from the legal, accounting or medical profession, or shall be experts in other relevant fields including marketing, facility, event management or coach education;

22.3. The majority of the Appointed Board Members shall be independent members who are not registered members of any Affiliates and who do not have any vested interest in the affairs or business of AAS;

22.4. The Board may at any time appoint a suitable person to fill a position vacated by an Appointed Board Member for the remaining term of office for the vacated position;

22.5. The Board shall have the power to remove an Appointed Board Member before the expiration of his term of office and may appoint another person in his stead for the remaining term of his office.

23. BOARD TENURE

23.1. The term of office of Elected Board Members shall be four (4) years. However, at the first election following the adoption of this Constitution, five (5) of the Elected Board Members will be elected for a four (4) year term and four (4) of the Elected Board Members with the lowest votes will be elected for a two (2) year term of office to allow for staggered terms of office for Elected Board Members;

23.2. After which, election shall be conducted once every two (2) years, to elect for Board Members according to the staggered plan;

23.3. Counting from the year 2020, Board Members may serve a maximum tenure of eight (8) consecutive years on the Board and, upon reaching this tenure limit, shall only be eligible for re-election or re-appointment to the Board after a lapse of at least two (2) years;

23.4. A Board Member may only hold the appointment of Treasurer for a maximum of four (4) consecutive years and may only be considered for re-appointment as a Treasurer after a lapse of at least two (2) years;

23.5. The term of office of Appointed Board Members shall be up to two (2) years.

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24. BOARD ROLE AND POWERS

24.1. The role and powers of the Board shall be as follows:

24.1.1. Provide stewardship and trusteeship on behalf of members and be responsible for ensuring that AAS remains viable and effective in the present and for the future;

24.1.2. Provide strategic leadership, set objectives, and ensure that the necessary plans, policies, programs and resources are in place for AAS to meet its objectives;

24.1.3. Ensure all legal and statutory obligations are met and all constitutional and governance requirements are complied with;

24.1.4. Establish a framework of prudent and effective controls which enables risk to be assessed and managed, including safeguarding of AAS's assets and the public funds it receives;

24.1.5. Set AAS's values and standards and ensure that obligations to members and other stakeholders are understood and met, and address all disciplinary issues that arise;

24.1.6. Be responsible for the appointment of the CEO and other senior management employees of AAS and provide them with clearly documented roles, responsibilities and accountabilities;

24.1.7. Review management and Board performance periodically;

24.1.8. Manage conflicts of interest and take appropriate measures to ensure that AAS is protected against any personal or business interests of Board Members and employees of AAS;

24.1.9. Identify and sufficiently engage the key stakeholder groups of AAS and seek their views and feedback on AAS's strategies and policies;

24.1.10. Consider financial sustainability, social issues and environmental factors as part of its strategy and policy formulation;

24.1.11. Raise funds for AAS and approve any expenditure from the funds and / or reserves of AAS for AAS's activities, subject to clause 24.1.1;

24.1.12. Decisions that involve the acquisition and disposal of immovable properties/assets, and expenditures of significant value that draws on the AAS' financial reserves (i.e., more than 10% of reserves or \$0.25M whichever is higher) should be approved at a General Meeting by a Special Resolution;

24.1.13. Suspend or terminate member clubs found to be in non-compliance with membership guidelines or otherwise inhibit the promotion of the sport of Archery for an extended period. Termination of membership

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on these grounds has to be endorsed in a General Meeting, while suspension falls within the discretion of the Board.

25. DUTIES OF OFFICE BEARERS:

25.1. The President shall:

25.1.1. Chair all General Meetings and Board Meetings;

25.1.2. Represent AAS in all matters with outside persons;

25.1.3. Decide and act on emergency matters upon advice from the Key Office Bearers or the Board;

25.2. The Vice President shall assist the President and deputise for him in his absence;

25.3. The Secretary General shall be responsible for the administration of the secretariat, including:

25.3.1. Ensure that all records of AAS, except financial, are kept safely and shall be responsible for their correctness;

25.3.2. Ensure that the minutes of all General Meetings and Board Meetings are recorded correctly;

25.3.3. Ensure that an up-to-date Register of Members is maintained at all times;

25.3.4. Conduct and record/file all correspondence on behalf of AAS and the Board;

25.3.5. To prepare and submit the Annual Report of AAS at AGM after it has been accepted by the Board;

25.4. The Treasurer shall be responsible for the financial matters of AAS, including:

25.4.1. Be responsible for the funds of AAS;

25.4.2. Keep an account of all monetary transactions and shall be responsible for their correctness;

25.4.3. Report on the financial status of AAS at Board meetings and present audited financial reports at AGM;

25.4.4. Not hold office in the Audit Committee;

25.4.5. Review and prepare the AAS' annual budget.

25.5. The Assistant Treasurer shall assist the Treasurer, and shall deputies for the Treasurer in his absence, and shall not hold office in the Audit Committee;

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25.6. All cheques, electronic or online payments for withdrawals from the bank shall be co-signed by the Treasurer or Assistant Treasurer, and either the President, Secretary General or Vice President;

25.7. All other Board Members shall assist in the management of AAS and perform duties assigned by the Board from time to time.

26. BOARD MEETINGS

26.1. A Board Meeting shall be held at least once every two (2) months after giving at least seven (7) calendar days' notice to all Board Members;

26.2. A Board Member who is absent for three (3) consecutive Board Meetings without writing in or calling during the meeting in accordance with Article 26.5, without any reasonable excuse accepted by the Board shall automatically be deemed to have withdrawn from the Board;

26.3. At least half of the Board Members must be present to form a quorum and for the meeting proceedings to be valid. This will include Board Members who participate in the meeting via telephone or video conferencing;

26.4. Voting at Board Meetings shall be by show of hands unless the meeting decides otherwise by a majority vote for a secret ballot. All Board members including the Appointed Board Members shall have one (1) vote each at Board Meetings;

26.5. Board Members who are not present at a meeting may write in prior to the meeting or call in during the meeting to vote on resolutions or required decisions circulated prior to the meeting;

26.6. The Chairman of the Board meeting shall have a casting vote (i.e., second vote) in the event of a tie in the votes.

27. CIRCULAR RESOLUTIONS

27.1. The Board may by a circular resolution decide on any matters of AAS as stated within its powers under this Constitution. Such circular resolutions shall be as effective as a resolution passed at a Board Meeting duly convened and held;

27.2. The Secretary General or CEO shall circulate such resolutions for the Board Members' approval upon the request by any of the Board Member who shall have a seconder for the same;

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

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27.4. A circular resolution shall be carried upon acceptance by a simple majority of members from the Board and shall be tabled and ratified at the following Board meeting.

28. BOARD COMMITTEES

28.1. The Board may appoint Board Committees comprised of AAS members and/or independent experts to assist the Board Members in the management and administration of AAS;

28.2. The Board may delegate to the Board Committees such powers as it may deem necessary;

28.3. The Board shall minimally appoint the following Board Committees with the appropriate terms of reference:

28.3.1. Audit Committee

28.3.2. Selections Committee

28.3.3. Appeals Committee

28.3.4. Disciplinary Committee

28.3.5. Judge Committee

28.3.6. Coaching Committee

28.4. The Audit Committee, Selections Committee, Appeals Committee and Disciplinary Committee shall comprise of at least three (3) persons appointed by the Board. Each of these four (4) Board Committees shall be headed preferably by an independent Board Member and shall have no more than two-thirds (2/3) of its members from the Board.

29. ATHELETES COMMISSION

29.1. AAS shall establish an Athletes Commission ("AC") with the view to providing a process to promote open communication with the athletes;

29.2. The AC shall comprise of no more than 5 elected members from different disciplines of archery, who are either past or present national archers, including the Chairman who must be a former National archer;

29.3. The Chairman and members of the AC shall be elected by National archers who have represented Singapore in international archery competitions within the past twenty-four (24) months;

29.4. The term of office of the AC members and their term limits, if any, shall follow that of the Board;

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29.5. The Chairman of the AC shall be appointed as a Board member with voting rights and shall represent the AC in the Board until the expiry of his term as Chairman of the AC.

30. ADVISORS AND PATRONS

30.1. The Board may appoint Advisors and/or Patrons who may or may not be a Member of AAS to advise the Board in such matters as and when the Board deems necessary;

30.2. The Advisors and/or Patrons so appointed shall have no voting rights at Board Meetings;

30.3. Patrons may be invited by the President and/or the Board to chair a General Meeting of AAS. Patrons shall have no voting rights at General Meetings.

30.4. The appointment of Advisors and/or Patrons may be terminated by either party giving one (1) month's written notice.

31. CHIEF EXECUTIVE OFFICER

31.1. The Board may appoint a CEO or an equivalent to lead the AAS management and secretariat staff;

31.2. The CEO shall hold office on the terms and conditions (including as to remuneration) and with the powers, duties and authorities, determined by the Board;

31.3. The exercise of the CEO's powers and authorities, and the performance of the CEO's duties, shall always be subject to the control of the Board;

31.4. The role of the CEO will be to implement the strategies, plans and policies approved by the Board and to be responsible for the management and direction of AAS and its finances;

31.5. The CEO shall attend all AAS meetings including General Meetings and Board Meetings, subject to a determination otherwise by the Board. The CEO shall not have a vote at these meetings but may speak on any matters where required;

31.6. Subject to the terms and conditions of the appointment, the Board may suspend or remove the CEO from that office.

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32. AUDIT AND FINANCIAL YEAR

32.1. A firm of Public Accountants and Chartered Accountants shall be appointed as auditors at each AGM for the term of 1 year and shall be eligible for reappointment;

32.2. The auditor shall be changed at least once every 5 years, whether to another auditor from the same auditing firm or company, or to another auditor from a different auditing firm or company;

32.3. The auditors may be required by the President to audit AAS's accounts for any period within their tenure of office at any date and make a report to the Board;

32.4. The auditors will be required to audit each financial year's accounts and present a report upon them to the AGM;

32.5. AAS's financial year shall be from 1st April of each year to 31st March the following year.

33. POLICIES, BY-LAWS AND INTERNAL CONTROL MEASURES

33.1. The Board shall have the power to approve, create, alter or revoke by-laws, policies, internal control measures, regulations, procedures and practices in relation to the management and administration of AAS as it deems fit;

33.2. Such by-laws, policies, internal control measures, regulations, procedures and practices from time to time in force shall not be inconsistent with the provisions of this Constitution;

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

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

34. CONFLICTS OF INTEREST

34.1. Board Members shall act in the best interests of AAS, and the Board shall set clear policies, procedures and take appropriate measures to declare, prevent and address any conflicts of interest that may arise;

34.2. Whenever a member of the Board is in any way, directly or indirectly, has an interest in a transaction or project or other matter to be discussed at a meeting, the member shall disclose the nature of his interest before the discussion on the matter begins. The Board Member concerned shall then

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offer to withdraw and leave the meeting and not participate in the discussion or vote on the matter. The Board shall then decide if this should be accepted and to proceed or ratify that transaction as needs be.

35. ANTI-DOPING & PREVENTION OF COMPETITION MANIPULATION

35.1. AAS shall recognize 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;

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

36. SAFE SPORT

36.1. AAS shall be committed to ensuring the safety and wellbeing of Archery, athletes and practitioners in Singapore and shall take all necessary measures to protect them from all forms of harassment and abuse.

37. DISPUTE RESOLUTION

37.1. Any dispute arising amongst Members or between any Member and AAS 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.

38. PRESS RELEASE

38.1. Only the President or his delegate shall be entitled to give press releases relating to the matters concerning AAS.

39. TRUSTEES

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

39.2. The trustees of AAS shall:

39.2.1. Not be more than four (4) and not less than two (2) in number;

39.2.2. Be elected by a General Meeting of members;



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

39.3. The office of the trustee shall be vacated:

39.3.1. If the trustee dies or becomes of unsound mind;

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

39.3.3. If he is guilty of misconduct of such a kind as to render it undesirable that he continues as a trustee;

39.3.4. If he submits notice of resignation from his trusteeship.

39.4. 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 AAS's notice board and / or on AAS'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;

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

40. VISITORS AND GUESTS

40.1. Visitors and guests may be admitted into the premises of AAS but they shall not be entitled any privileges vis-à-vis AAS. All visitors and guests shall abide by AAS's rules and regulations.

41. PROHIBITIONS

41.1. 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 AAS's premises. The introduction of materials for gambling or drug taking and of bad characters into the premises is prohibited;

41.2. The funds of AAS shall not be used to pay the fines of members who have been convicted in court of law;

41.3. AAS 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;

41.4. AAS shall not indulge in any political activity or allow its funds and/or premises to be used for political purposes;

41.5. AAS shall not hold any lottery, whether confined to its members or not, in the name of AAS or its office-bearers, Board or members unless with

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the prior approval of the relevant authorities;

41.6. AAS 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.

42. CESSATION OF CHARITY STATUS

42.1. In the event that AAS ceases to be a registered charity under the Charities Act, all debts, liabilities legally incurred on behalf of AAS shall be fully discharged, and the remaining funds will be donated to charitable organization(s), or Institution(s) of a Public Character, when AAS 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 AAS may determine at the General Meeting.

43. DISSOLUTION

43.1. AAS 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;

43.2. In the event of AAS being dissolved as provided above, all debts and liabilities legally incurred on behalf of AAS shall be fully discharged, and the remaining funds will be donated to charitable organization(s), or Institution(s) of a Public Character, when AAS 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 AAS may determine at the General Meeting;

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

44. AMENDMENTS TO CONSTITUTION

44.1. No alterations, amendments or addition/deletion to this Constitution shall be made except at a General Meeting and by a Special Resolution. 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;

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

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45. MATTERS NOT PROVIDED FOR

45.1. In all matters not provided for in this Constitution or doubts on the proper interpretation of the Articles in this Constitution, the proper interpretation shall lie within the purview of the Board, whose interpretation shall be final unless it is reversed at a General Meeting of members.