

Constitution of Singapore Sepaktakraw Federation (PERSES)
Sport SG In-principle approval on 8 Sep 2020
Accepted and approved in 51st PERSES AGM on 30 Sep 2020

Article 1 NAME

1.1 The federation shall be known as the Singapore Sepaktakraw Federation hereinafter referred to as PERSES.

Article 2 DEFINITIONS

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 PERSES appointed in accordance with Article 31.

2.2.2 “Affiliate Member” means a Full Member and Associate Member admitted to PERSES in accordance with Articles 9 and 10 respectively.

2.2.3 “AGM” means the Annual General Meeting of PERSES members required to be held by PERSES in each calendar year.

2.2.4 “Appointed Board Member” means a PERSES Board Member appointed under Article 23.

2.2.5 “Associate Member” means an entity admitted as a Member of PERSES in accordance with Article 10.

2.2.6 “Authorised Delegate” means a person authorised by a Full Member to attend a General Meeting of PERSES and to speak and vote on its behalf at such meetings.

2.2.7 “Authorised Representative” means a person appointed by an Associate Member to attend a General Meeting of PERSES.

2.2.8 “Board” means the body consisting of Elected and Appointed Board Members that governs PERSES.

2.2.9 “Board Committee” means a committee established under Article 29.

2.2.10 “Board Member” means a member of the PERSES Board and includes Elected Board Members and Appointed Board Members.

2.2.11 “Board Members” means all or some of the Board Members of PERSES acting as a board.

- 2.2.12 “By-law” means a by-law made under Article 34.
- 2.2.13 “CEO” means a person appointed as Chief Executive Officer or their equivalent by the Board according to the powers conferred on them by Article 32.
- 2.2.14 “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.
- 2.2.15 “Discipline” means a Sepaktakraw sport programme defined by the International Sepaktakraw Federation (ISTAF) and accepted by PERSES as a program under its jurisdiction.
- 2.2.16 “EGM” means an Extraordinary General Meeting of PERSES members called in accordance with Article 15.
- 2.2.17 “Elected Board Member” means an PERSES Board Member elected under Article 22.
- 2.2.18 “Family Members” means a person’s child, sibling, parent, spouse, spouse’s parent, spouse’s sibling, grandparent, grandchildren, nephew or nieces.
- 2.2.19 “Full Member” means an entity admitted as a Member of PERSES in accordance with Article 9.
- 2.2.20 “General Meeting” means a general meeting of PERSES Members and includes the AGM and EGM.
- 2.2.21 “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.
- 2.2.22 “Independent Member” means an Appointed Board Member who is defined as being independent under Article 23.4.
- 2.2.23 “Individual Member” means a person admitted as a Member of PERSES in accordance with Article 11.
- 2.2.24 “Key Office Bearer” means a person who holds the position of President, Deputy President, Secretary General, Treasure or any other key appointment in the PERSES Board.
- 2.2.25 “Member” means a member of PERSES in accordance with Article 8.
- 2.2.26 “Objects” means the objects of PERSES set out in Article 7.
- 2.2.27 “Patron” means a patron of PERSES appointed in accordance with Article 31.
- 2.2.28 “Policy” means a policy made under Article 34.
- 2.2.29 “Sepaktakraw” means the sport of Sepaktakraw, including all the disciplines.

2.2.30 “Sepaktakraw Events” means competitions, championships, demonstrations, exhibitions and any other events relating to Sepaktakraw.

2.2.31 “Special Resolution” means a resolution that must be passed by two-thirds of the members present at a General Meeting who are entitled to vote in accordance with this Constitution.

2.2.32 “Trustee” means a Trustee of PERSES appointed in accordance with Article 40.

2.2.33 “Voting Members” means all Full Members eligible to vote at a General Meeting.

Article 3 PLACE OF BUSINESS

3.1 The place of business of PERSES shall be at 11 Bedok North Street 1, #04-03, Heartbeat@Bedok, Singapore 469662 or such other place as may from time to time be decided by the Board, subject to the approval of the Registrar of Societies. PERSES shall carry out its activities only in places and premises which have the prior written approval from the relevant authorities, where necessary.

Article 4 AFFILIATION

4.1 PERSES shall be affiliated to the International Sepaktakraw Federation, the Asian Sepaktakraw Federation, the Singapore National Olympic Council (hereinafter referred to as “SNOC”) and such other recognised bodies as the Board may deem necessary.

Article 5 AUTHORITY

5.1 PERSES shall strive for government and public recognition as the national governing body and authority for the sport of Sepaktakraw in Singapore by virtue of its affiliation to the International Sepaktakraw Federation, the Asian Sepaktakraw Federation and the SNOC, and through endeavours that further the Objects of PERSES.

Article 6 INCLUSIVITY

6.1 PERSES shall be inclusive and shall integrate into PERSES’s activities any adaptive form of Sepaktakraw for people with disabilities that has been approved by the International Sepaktakraw Federation, the Asian Sepaktakraw Federation or the International Paralympics Committee.

Article 7 OBJECTS

7.1 The objects of PERSES shall be as follows:

7.1.1 Safeguard the interest, promote, develop and increase participation for the sport of Sepaktakraw in Singapore;

7.1.2 Promote physical activity for health and wellness, foster community engagement and bonding for social inclusiveness and integration and inspire the Singapore Spirit through the sport of Sepaktakraw;

7.1.3 Unify, co-ordinate, sanction and organise Sepaktakraw activities in Singapore, including national and international Sepaktakraw tournaments and events;

7.1.4 Raise the competitive standards of Sepaktakraw athletes in Singapore for sustainable elite level performance at international competitions and multi-sport major games;

7.1.5 Provide sport pathways and opportunities for the progression and advancement of Sepaktakraw athletes, coaches and technical officials in Singapore;

7.1.6 Raise the technical capability of Sepaktakraw coaches and technical officials in Singapore and;

7.1.7 Do all things complementary or incidental to attain the aforesaid objects in Articles 7.1.1 to 7.1.6.

Article 8 MEMBERSHIP

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

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

Article 9 FULL MEMBERS

9.1 Full Members shall be entities registered in Singapore with the Registry of Societies (ROS) or the Accounting and Corporate Regulatory Authority (ACRA), Institutions of Higher Learning (IHL), Government Ministries and Statutory Boards that are willing to observe the rules and regulations of PERSES.

9.2 Full Members shall be involved in the promotion, training and/ or development of Sepaktakraw in Singapore.

9.3 Full Members shall have participated in the competitions, programs, courses and activities organised by PERSES with at least 15 registered participants within the last 12 months.

9.4 Full Members shall have at least 20 registered members and who are not members of another Full Member.

9.5 At least half of the members, shareholders and/ or the management of Full Members shall be Singapore citizens.

9.6 Full Members shall have full voting rights at PERSES'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 members present and entitled to vote) at an AGM and may only exercise their voting rights at subsequent General Meetings.

9.8 Full Members may only be removed as a member of PERSES by a special resolution (i.e. requiring the consent of at least two-thirds of the members present and entitled to vote) at an AGM unless for the reason stated in Article 9.3 and 13.3.

Article 10 ASSOCIATE MEMBERS

10.1 Associate Members shall be organisations, clubs, institutions, schools, academies and Sepaktakraw teams that are willing to observe the rules and regulations of PERSES but are not eligible for Full Membership.

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

10.3 All Associate Membership shall be approved by the Board (i.e. requiring the consent of at least half of the Board present).

Article 11 INDIVIDUAL MEMBERS

11.1 An Individual Member shall be any person above twenty-one (21) years of age, who is willing to observe the rules and regulations of PERSES.

11.2 Individual Member may also be a person who has made significant contributions to Sepaktakraw and be invited to be an Honorary Member (without annual fee).

11.3 Honorary members shall not be affiliated to any Full or Associate members. He may be invited to participate in the proceedings of the Board in an advisory capacity. His Honorary status shall be cancelled if he decides to be a member of an affiliate.

11.4 Individual Members shall have no voting rights at PERSES's General Meetings.

11.5 All Individual Memberships (and Honorary Memberships) shall be approved by the Board or by the Secretary General or CEO if delegated by the Board (i.e. requiring the consent of at least half of the Board present).

Article 12 APPLICATION FOR MEMBERSHIP

12.1 All membership applications and fees shall be submitted to the Secretary General as prescribed by PERSES.

12.2 Applications for Associate Membership and Individual Membership must be proposed and seconded by existing Affiliates. Application for Full Membership must be proposed/ seconded by a Full Member.

12.3 A copy of the Constitution shall be furnished to every approved member.

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

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

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

12.4.3 Where accepting the applicant would be in the Board's absolute discretion be deemed prejudicial to the interest of PERSES as a whole and;

12.4.4 PERSES reserves the rights to revoke the membership should new evidence involving the afore-mentioned offences surfaced after the acceptance of the membership.

Article 13 MEMBERSHIP FEES

13.1 Members shall pay a one-time membership entrance fee and an annual membership renewal fee as determined by the Board from time to time. Membership renewal fees shall be paid by 31st March of each year. The fees for the different types of membership shall be determined and approved by the Board from time to time.

13.2 The Board 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.

13.3 The Board 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 or one (1) Annual General Meeting.

13.4 Registered members from the terminated Affiliate shall be allowed to register with another Affiliate.

13.5 The list of suspended and terminated Affiliates, and Individual Members shall be posted on PERSES's official website along with the effective date of their suspension or termination.

Article 14 ANNUAL GENERAL MEETINGS

14.1 The supreme authority of PERSES is vested in a General Meeting of the members. The Annual General Meeting (AGM) shall be held not later than the 30th September of each year. The Board shall preside at the General Meeting.

14.2 If there are any unavoidable reasons for delay in holding the AGM by 30th September, the members shall be notified of the reason by 30th August through email or on PERSES'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 to PERSES within seven days from the date of this notification.

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

14.4 Full Members who wish to table a resolution for the General Meeting's approval must notify the Secretary General in writing at least fourteen (14) days before the date of the AGM.

14.5 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) days before the date of the AGM.

14.6 The business to be transacted at the AGM shall be:

14.6.1 To approve the annual report and the previous financial year's audited financial statements;

14.6.2 To approve any resolutions tabled by Full Members in accordance with Article 14.4 or by the Board;

14.6.3 Where applicable, to appoint auditors for the ensuing term;

14.6.4 Where applicable, to approve or remove Full Members and;

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

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

14.8 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.

Article 15 EXTRAORDINARY GENERAL MEETINGS

15.1 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 half (1/2) of the Full Members on PERSES's membership register. Such requisition shall state the business that is to be transacted at the requested EGM.

15.2 The Board shall convene the EGM within six (6) weeks of receiving the requisition. Full Members (at least half of the Full Members list) 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.

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

Article 16 ATTENDANCE AND QUORUM FOR GENERAL MEETINGS

16.1 Each Full Member is entitled to have one (1) authorised delegate to attend a General Meeting and to speak and vote on its behalf at such meetings.

16.2 Each Associate Member is entitled to have one (1) authorised representative to attend a General Meeting.

16.3 The names of the authorised delegates of Full Members and the authorised representatives of Associate Members who will be attending the General Meeting shall be notified to the Secretary General at least three (3) days before the date specified for the General Meeting.

16.4 All affiliates of PERSES's shall be eligible to attend General Meetings.

16.5 The Board may also invite various others including PERSES's Individual Members, auditors, legal advisers and observers from PERSES'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.

16.6 At least a quarter (1/4) of the voting members (i.e. Full Members) present at a General Meeting shall form a quorum.

16.7 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, but they shall have no power to amend or make addition to the existing Constitution.

Article 17 VOTING AT GENERAL MEETINGS

17.1 Only authorised 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.

17.2 Each authorised delegate shall have one vote. Board Members shall have no voting rights at General Meetings unless he is an authorised delegate of a Full Member.

17.3 Voting by proxy is not allowed at all General Meetings.

17.4 All resolutions, with the exception of special resolutions, shall be approved by a simple majority (i.e. more than half 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.

17.5 Electronic voting is 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.

Article 18 GOVERNING BOARD

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

18.2 The Board shall have ten (10) elected Board Members, an appointed Athlete Commission Chairman, and up to three (3) other appointed Board Members. The elected and appointed Board members shall be as follows:

- 18.2.1 Elected Board Members:
- (a) 1x President
 - (b) 2x Deputy President
 - (c) 3x Vice Presidents
 - (d) 1x Secretary General
 - (e) 1x Deputy Secretary General
 - (f) 1x Treasurer
 - (g) 1x Assistant Treasurer

- 18.2.2 Appointed Board Members
- (a) Athlete Commission Chairman
 - (b) Up to three (3) Appointed Board Members

18.3 More than half of the Board shall comprise Singapore citizens.

Article 19 NOMINATION AND ELECTION

19.1 All nominations for the Board election must reach the PERSES office at least seven (7) days before the AGM, and any nominations received thereafter shall be invalid.

19.2 All nominations shall be submitted in writing via prescribed forms and along with the required supporting documents as may be determined by the Board.

19.3 Elected Board Member shall be an authorised delegate or representative of an Affiliate Member of PERSES who is duly elected by the voting members at an AGM.

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

19.5 Nomination forms shall include a declaration by the nominee of any personal or business interest, bankruptcy declaration and criminal conviction declaration that may be of concern to PERSES or its members.

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

19.7 The voting eligibility of Full Members, their authorised delegates and the nominated candidates for the Board election shall be verified and confirmed by a panel comprising two (2) or more independent members from the Board.

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

19.9 The election shall be conducted by members of the Board who are not nominees for the elections.

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

19.11 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.

19.12 The candidate with the highest number of votes shall be declared the winner.

19.13 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.

19.14 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 PERSES's auditors and/or legal advisers who are present at the AGM.

19.15 The order of voting will be determined by the Board and the position of the President, if contested, shall be the last to be elected.

Article 20 KEY OFFICE BEARERS

20.1 The key office bearers shall be the Elected Board Members in Article 18.2.

20.1.1 The office bearers are as follows:
(a) 1x President

- (b) 2x Deputy Presidents
- (c) 3x Vice Presidents
- (d) 1x Secretary General
- (e) 1x Deputy Secretary General
- (f) 1x Treasurer
- (g) 1x Assistant Treasurer

20.2 The President, Deputy President and Secretary General shall be Singapore citizens.

20.3 The Treasurer should preferably have a recognised accounting qualification and/ or appropriate practical experience.

20.4 The President should have served and made positive contributions to the sport of Sepaktakraw and/or PERSES as an ex-athlete, official or elected Board member, or should be a prominent individual of good standing within the sport, the professions and/ or business community.

Article 21 BOARD MEMBERS

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

21.2 Board members shall not be undischarged bankrupts or have criminal convictions.

21.3 Board members shall not be serving a suspension or ban from the International Sepaktakraw Federation or other regulatory authority.

21.4 Board members shall be persons of exemplary character with the relevant experience and credentials.

21.5 Board members shall neither be a paid employee of PERSES nor have a family member (i.e. child, sibling, parent, spouse, spouse's parent, spouse's sibling, grandparent, or grandchildren, nephews and nieces) who is a paid employee of PERSES.

21.6 No more than two (2) of the Board members shall be family members, and such relationships must be declared upfront in the nomination and before the Board election.

21.7 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.

Article 22 ELECTED BOARD MEMBERS

22.1 An Elected Board Member shall be an authorised delegate or representative of an Affiliate Member of PERSES who is duly elected by the voting members at an AGM.

22.2 Elected Board Members shall act in the best interest of PERSES and not do anything to bring PERSES into disrepute.

22.3 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.

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

Article 23 APPOINTED BOARD MEMBERS

23.1 The Elected Board Members will appoint up to three (3) Board Members to ensure an appropriate balance and diversity of skills, experience and gender within the Board.

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

23.3 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.

23.4 At least half of the Appointed Board Members shall be independent members who have no material or pecuniary interest in PERSES or its affiliates.

23.5 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.

Article 24 BOARD TENURE

24.1 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 for the positions listed below shall be elected for a two (2) year term of office to allow for staggered terms of office for Elected Board Members:

- (a) 3x Vice Presidents
- (b) Deputy Secretary General
- (c) Assistant Treasurer

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

24.3 Counting from the year 2019, 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.

24.4 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.

Article 25 BOARD ROLE AND POWERS

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

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

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

- 25.1.3 Ensure all legal and statutory obligations are met and all constitutional and governance requirements are complied with;
- 25.1.4 Establish a framework of prudent and effective controls which enables risk to be assessed and managed, including safeguarding of PERSES's assets and the public funds it receives;
- 25.1.5 Set PERSES's values and standards and ensure that obligations to members and other stakeholders are understood and met and address all disciplinary issues that arise;
- 25.1.6 Be responsible for the appointment of the CEO and other senior management employees of PERSES (where applicable) and provide them with clear documented roles, responsibilities and accountabilities;
- 25.1.7 Review management and Board performance periodically;
- 25.1.8 Manage conflict of interest and take appropriate measures to ensure that PERSES is protected against any personal or business interests of Board members and employees of PERSES;
- 25.1.9 Identify and sufficiently engage the key stakeholder groups of PERSES and seek their views and feedback on PERSES's strategies and policies;
- 25.1.10 Consider financial sustainability, social issues and environmental factors as part of its strategy and policy formulation;
- 25.1.11 Raise funds for PERSES and approve any expenditure from the funds and/ or reserves of PERSES for PERSES's activities, subject to clause 25.1.12 and;
- 25.1.12 Decisions that involve the acquisition and disposal of immovable properties/ assets, and expenditures of significant value that draws on the NSA'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 special resolution (ie; requiring the consent of at least two-thirds of the members present and entitled to vote).

Article 26 DUTIES OF OFFICE BEARERS

26.1 The President shall chair all General and Board meetings. The President shall also represent PERSES in all matters with any local or international agencies, organisations, federations or persons.

- 26.1.1 He shall appoint all committee chairmen, after consulting the Board, and coordinate committee membership with the committee chairs;
- 26.1.2 He shall make mid-term appointments for vacancies after consulting with and obtaining consent from the Board and;
- 26.1.3 He shall be one of the cheque signatories of PERSES.

26.2 The Deputy President shall assist the President and deputise for him in his absence and to be one of the cheque signatories of PERSES.

26.3 The Secretary General shall ensure that all records of PERSES, except financial, are kept safely and shall be responsible for their correctness. He shall ensure that the minutes of all General and Board meetings are recorded correctly. He shall also ensure that an up-to-date Register of Members is maintained at all times.

26.3.1 He shall give and serve all notices to PERSES affiliates, be the official custodian of the records and seal of PERSES, be one of the cheque signatories of PERSES;

26.3.2 He shall present to the membership at any meetings any communication addressed to him as Secretary-General of PERSES;

26.3.3 He shall submit to the Board any communications that shall be addressed to him as Secretary General of PERSES;

26.3.4 He shall attend to all correspondence addressed to PERSES and;

26.3.5 He shall report to the Board any infringement of the Constitution, which may come to his notice.

26.4 The Deputy Secretary General shall assist the Secretary General and deputise for him in his absence.

26.5 The Treasurer shall:

26.5.1 Be responsible for the funds of PERSES;

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

26.5.3 Report on the financial status of PERSES at Board meetings and present audited financial reports at AGMs;

26.5.4 Not hold office in the Audit Committee and;

26.5.5 The Treasurer shall be one of the cheque signatories of PERSES.

26.6 The Assistant Treasurer shall assist the Treasurer and shall deputise for the Treasurer in his absence and shall not hold office in the Audit Committee.

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

26.8 The Vice Presidents shall be responsible for high performance matters, technical matters, capability and pathway development for athletes, coaches, technical officials and volunteers.

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

Article 27 BOARD MEETINGS

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

27.2 A Board Member who is absent for three (3) consecutive Board meetings without any reasonable excuse accepted by the Board shall be deemed to have withdrawn from the Board.

27.3 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.

27.4 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 vote each at Board Meetings.

27.5 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.

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

Article 28 CIRCULAR RESOLUTIONS

28.1 The Board may by a circular resolution decide on any matters of PERSES 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.

28.2 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.

28.3 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.

28.4 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.

Article 29 BOARD COMMITTEES

29.1 The Board may appoint Board Committees comprised of PERSES members and/ or independent experts to assist the Board in the management and administration of PERSES.

29.2 The Board may delegate to such Board Committees such powers as it deems necessary.

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

29.3.1 Audit Committee;

- 29.3.2 Selections Committee;
- 29.3.3 Appeals Committee and;
- 29.3.4 Disciplinary Committee.

29.4 The Audit Committee, Selections Committee, Appeals Committee and Disciplinary Committee shall comprise 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.

Article 30 ATHLETES COMMISSION

30.1 PERSES shall establish an Athletes Commission (AC) with the view to providing a process to promote open communication with the athletes.

30.2 The AC shall comprise of no more than 5 elected members, who are either past or present national Sepaktakraw athletes, including the Chairman who must be a former National Sepaktakraw athlete.

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

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

30.5 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.

Article 31 ADVISORS AND PATRONS

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

31.2 The Advisors and Patrons so appointed shall have no voting rights in the Board.

31.3 Patrons may be invited by the President and/ or the Board to chair a General Meeting of PERSES in which case the Patron shall have no voting rights.

Article 32 CHIEF EXECUTIVE OFFICER

32.1 The Board may appoint a CEO or an equivalent to lead the PERSES management and secretariat staff.

32.2 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.

32.3 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.

32.4 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 PERSES and its finances.

32.5 The CEO shall attend all PERSES 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.

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

Article 33 AUDIT AND FINANCIAL YEAR

33.1 A firm of Public Accountants and Chartered Accountants shall be appointed as auditors at each AGM for the next two (2) financial years and shall be eligible for reappointment.

33.2 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.

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

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

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

Article 34 POLICIES AND BY-LAWS

34.1 The Board shall have the power to approve, create, alter or revoke by-laws, policies, regulations, procedures and practices in relation to the management and administration of PERSES as it deems fit.

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

34.3 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.

34.4 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.

Article 35 CONFLICT OF INTEREST

35.1 Board members shall act in the best interests of PERSES and the Board shall set clear policies, procedures and take appropriate measures to declare, prevent and address any conflict of interest that may arise.

35.2 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 offer to withdraw and leave the meeting and not participate in the discussion or vote on the matter. The Board shall decide if this should be accepted.

Article 36 ANTI-DOPING

36.1 PERSES shall recognise 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.

36.2 All affiliates, members, athletes, participants, staff and other individuals, who are subject to the jurisdiction of PERSES 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.

Article 37 SAFE SPORT

37.1 PERSES shall be committed to ensuring the safety and wellbeing of Sepaktakraw athletes and practitioners in Singapore and shall take all necessary measures to protect them from all forms of harassment and abuse.

Article 38 DISPUTE RESOLUTION

38.1 Any dispute arising amongst Members or between any Member and PERSES 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.

Article 39 PRESS RELEASE

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

Article 40 TRUSTEES

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

40.2 The trustees of PERSES shall:

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

40.2.2 Be elected by a General Meeting of members and;

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

40.3 The office of the trustee shall be vacated:

40.3.1 If the trustee dies or becomes of unsound mind;

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

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

40.3.4 If he submits notice of resignation from his trusteeship.

40.4 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 PERSES's notice board and / or on PERSES'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 Registrar of Societies and Commissioner of Charities.

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

Article 41 VISITORS AND GUESTS

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

Article 42 PROHIBITIONS

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

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

42.3 PERSES 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.

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

42.5 PERSES shall not hold any lottery, whether confined to members or not, in the name of PERSES or of its office-bearers, Board or members unless with the prior approval of the relevant authorities.

42.6 PERSES 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.

42.7 The income and property PERSES whensoever derived shall be applied towards the promotion of the objects of PERSES 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 PERSES or to any of them or to any person claiming through any of them.

Article 43 CESSATION OF CHARITY STATUS

43.1 In the event that PERSES ceases to be a registered charity under the Charities Act, all debts, liabilities legally incurred on behalf of PERSES shall be fully discharged, and the remaining funds will be donated to charitable organization(s) with similar objectives in Singapore which is (are) registered under the Charities Act as the members of PERSES may determine at the General Meeting, unless otherwise allowed by the Commissioner of Charities.

Article 44 DISSOLUTION

44.1 PERSES 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.

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

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

Article 45 AMENDMENTS TO CONSTITUTION

45.1 No alterations, amendments or addition/deletion to this Constitution shall be made except at a General Meeting and with the consent of at least two-thirds (2/3) of the members present and entitled to vote at the General Meeting, and they shall not come into force without the prior approval of the Commissioner of Charities and the Registrar of Societies.

Article 46 MATTERS NOT PROVIDED FOR

46.1 In all matters not provided for in this Constitution or doubts on the proper interpretation of the articles in this Constitution, the decision of the Board shall be final unless it is reversed at a General Meeting of members by a special resolution.