



Singapore Pickle-Ball Association (SPA)

Constitution

EOGM Approval: 3 MAY 2024

ROS Approval: 1 OCT 2024

1. NAME

- 1.1 This Association shall be known as the “Singapore Pickle-Ball Association (SPA)”, hereinafter known as “SPA”.

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 Unless the context requires otherwise,
- 2.2.1 “Advisor” means an advisor to SPA appointed in accordance with Article 27.
- 2.2.2 “Affiliate Member” means a Full Member and Associate Member admitted to SPA in accordance with Article 9 and 10 respectively
- 2.2.3 “AGM” means the Annual General Meeting of SPA required to be held by SPA in each financial year.
- 2.2.4 “Appointed Board Member” means a SPA Board Member appointed under Article 20.
- 2.2.5 “Associate Member” means an entity admitted as a Member of SPA in accordance with Article 10.
- 2.2.6 “Authorised Delegate” means a person authorised by a Full Member to attend a General Meeting of SPA and to speak and vote on its behalf on such meetings.
- 2.2.7 “Authorised Representative” means a person appointed by an Associate Member to attend a General Meeting of SPA.
- 2.2.8 “Board” means the body consisting of Elected and Appointed Board Members that governs SPA.
- 2.2.9 “Board Committee” means a committee established under Article 19.
- 2.2.10 “Board Member” means a member of the SPA Board and includes Elected Board Members and Appointed Board Members.
- 2.2.11 “Board Members’ means all or some of the Board Members of SPA acting as a board.
- 2.2.12 “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.
- 2.2.13 “Discipline” means a Pickleball sport programme defined by the IF (organization that is recognized by IOC eventually) and accepted by SPA as a programme under its jurisdiction.
- 2.2.14 “Elected Board Members” means a SPA Board Member elected under Article 20.
- 2.2.15 “EGM” means an Extraordinary General Meeting of SPA members called in accordance to Article 15.

- 2.2.16 “Family Members” means a person’s child, sibling, parent, spouse, spouse’s parent, spouse’s sibling, grandparent or grandchildren.
- 2.2.17 “Full Member” means an entity admitted as Member of SPA in accordance to Article 9.
- 2.2.18 “General Meeting” means a general meeting of SPA Members and includes the AGM and EGM.
- 2.2.19 “IHLs” means Institutions of Higher Learning such as Institute of Technical Education, Polyclinics and Universities that are under the purview of the Ministry of Education of Singapore.
- 2.2.20 “Independent Member” means an Appointed Board Member who is defined to be independent under Article 20.
- 2.2.21 “Individual Member” means a person admitted as Member of SPA in accordance to Article 11.
- 2.2.22 “Key Office Bearer” means a person who holds the position of President, Vice President, Secretary General, Treasurer or any other key appointment in the SPA Board.
- 2.2.23 “Member” means a member of SPA in accordance with Article 8.
- 2.2.24 “Objectives” means the objectives of SPA as set out in Article 7.
- 2.2.25 “Special Resolution” means a resolution that must be passed by two-thirds of the members present at a General Meeting and who are entitled to vote in accordance with this Constitution.
- 2.2.26 “Pickleball” means the sport of Pickleball, including all disciplines.
- 2.2.27 “Pickleball Events” means competitions, championships, demonstrations, exhibitions and any other events relating to Pickleball.
- 2.2.28 “Trustee” means a Trustee of SPA appointed in accordance with Article 37.
- 2.2.29 “Voting Members” means all Full Members eligible to vote at a General Meeting.
- 2.2.30 “By-law” means a by-law made under Article 30.
- 2.2.31 “CEO” means a person appointed as Chief Executive Officer or equivalent by the Board according to the powers conferred on them by Article 28.
- 2.2.32 “Patron” means a patron of SPA appointed in accordance with Article 27.
- 2.2.33 “Policy” means a policy made under Article 30.

3. PLACE OF BUSINESS

- 3.1 The place of business of SPA shall be at “23, Lorong 19 Geylang, Singapore 388497” or such other place as may from time to time be decided by Board, subject to approval of the

Registrar of Societies. SPA 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 SPA shall affiliate itself with the International Federation (IF) of Pickeball, recognised by the International Olympic Committee (IOC), the Singapore National Olympic Council (SNOC) and any other such world, regional or prominent bodies as the Board may deem necessary.

5. AUTHORITY

- 5.1 SPA shall strive for government and public recognition as the national governing body and authority for the sport of Pickleball in Singapore by virtue of SPA's affiliation to the IF and SNOC, and through endeavours that further the Objectives of SPA.

6. INCLUSIVITY

- 6.1 SPA shall be inclusive and shall integrate in SPA's activities any adaptive form of Pickleball for people with disabilities that has been approved by IF or the International Paralympics Committee.

7. OBJECTIVES

The objectives of SPA are:-

- 7.1 Promote, develop and increase participation for the sport of Pickleball in Singapore;
- 7.2 To 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 Pickleball;
- 7.3 To engage communities and provide Pickleball play access to vulnerable segments of the community such as youth at risk and the less privileged;
- 7.4 To unify, co-ordinate, sanction and organise Pickleball activities in Singapore, including national and international Pickleball tournaments and events;
- 7.5 To raise the competitive standards of Pickleball athletes in Singapore for sustainable elite level performance at international competitions and multi-sport major games;
- 7.6 To provide sport pathways and opportunities for the progression and advancement of Pickleball athletes, coaches and technical officials in Singapore;
- 7.7 To raise the technical capability of Pickleball coaches and technical officials in Singapore;
- 7.8 To promote and safeguard the interests and objectives of SPA and employ, when necessary, the funds of SPA for that purpose;
- 7.9 To obtain, collect and receive money and funds by way of contributions, donations, subscriptions, legacies, grant or any other lawful means to meet the objectives set out herein;
- 7.10 To acquire and manage any real estate property, premise or any business required to benefit SPA;
- 7.11 To engage in other acts or activities including commercial ventures that confer direct benefits on the sport of Pickleball;
- 7.12 To do all things complementary or incidental to attain the aforesaid objectives set out herein.

8. MEMBERSHIP

- 8.1 Membership of SPA shall consist of Full Members and Associate Members, who will collectively be referred to as SPA Affiliates; and Individual Members
- 8.2 The list of the approved and most current SPA Affiliates shall be posted on the SPA's official publication portal.
- 8.3 Any member, who fails to observe the Constitution and the rules of SPA shall be liable for expulsion.
- 8.4 Any member expelled from SPA shall not be accepted again except by a special resolution at an AGM voted in favour of his reinstatement.
- 8.5 Members or their representatives, shall adhere to the following Standards of Conduct,
 - 8.5.1 Demonstrate good conduct and sportsmanship.
 - 8.5.2 Respect the game, play fairly, and follow all rules and policies;
 - 8.5.3 Protect and enhance the reputation of SPA, and its programmes;
 - 8.5.4 Take personal responsibility to ensure that all requirements necessary, not limited to the following, is met on or before the expiration date,
 - 8.5.4.1 for the renewal of any credential held;
 - 8.5.4.2 maintenance and update of player ranking and rating;
 - 8.5.4.3 contact information;
 - 8.5.4.4 other membership maintenance requirements.
 - 8.5.5 Shall not misrepresent any SPA credential or appointment, or willingly allow others to do so.

9 FULL MEMBERS

- 9.1 Full Members shall be legal entities registered in Singapore with the Registry of Societies (ROS), the Accounting and Corporate Regulatory Authority (ACRA), Institutions of Higher Learning (IHL) or Government Ministries and Statutory Boards that are willing to observe the rules and regulations of SPA;
- 9.2 Full Members shall be involved in the promotion, training and/or development of Pickleball in Singapore;
- 9.3 Full Members shall have participated in the competitions, programmes, courses and/or activities organised by SPA with at least 26 registered participants within the last 24 months;
- 9.4 Full Members shall have at least 25 registered members who are not members of another Affiliate;
- 9.5 At least half of the Board of the Full Member shall be Singapore Citizens;
- 9.6 Full Members shall have full voting rights at SPA's General Meetings.
- 9.7 Full Members shall be approved by a special resolution 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 SPA by a special resolution at an AGM unless for reasons stated in Article 13.5.

10. ASSOCIATE MEMBERS

- 10.1 Associate Membership shall be organisations, clubs, institutions, schools, academies and Pickleball teams that are willing to observe the rules and regulations of SPA but are not eligible for Full Membership;
- 10.2 Associate Members shall have no voting rights at SPA's General Meetings;
- 10.3 All Associate Membership shall be approved or removed by the Board.

11. INDIVIDUAL MEMBERS

- 11.1 Individual Members shall include persons who are Pickleball enthusiasts as well as supporters and well-wishers of SPA;
- 11.2 Individual Membership is open to all residents in Singapore regardless of sex, race, religion and age, who are willing to observe the rules and regulations of SPA. Individual member shall be any person above twelve (12) years of age, with written consent from parent or guardian for individuals below eighteen (18) years of age required;
- 11.3 Individual Members, shall have no voting rights at SPA's General Meetings;
- 11.4 All Individual Membership shall be approved or removed by the Board.
- 11.5 The Board may at its sole discretion offer Provisional Individual Membership under the following conditions,
 - 11.5.1 Waived, discounted or subsidized entrance and/or subscription fees;
 - 11.5.2 Reduced benefits;
 - 11.5.3 During special events and road shows.

12. APPLICATION FOR MEMBERSHIP

- 12.1 Any organisation or person wishing to join SPA shall submit the name on a prescribed form to the Secretary General.
- 12.2 All membership terms shall commence from 1 April.
- 12.3 The Board shall verify the application and may reject the applicant on any of the following grounds.
 - 12.3.1 The applicant does not satisfy all the relevant membership criteria set out in the relevant membership category in Article 8;
 - 12.3.2 The applicant has been convicted of an offence involving moral turpitude, declared a bankrupt, wound up or dissolved;
 - 12.3.3 Where accepting the applicant would in the Board's absolute discretion be deemed prejudicial to the interest of SPA as a whole;

- 12.4 The name of the Applicant shall be posted on SPA's official publication portals for one (1) week, at the end of which time the applicant will be eligible for membership provided there are no objections. In the event of objections being raised, the Board shall decide on the matter.
- 12.5 A copy of the Constitution of SPA shall be provided to every approved applicant who has paid its subscription fees.
- 12.6 A member may at any time by notice in writing to SPA and addressed to the Secretary General withdraw its membership. Provided always that any outstanding dues must be paid forthwith and failing which, the withdrawal would not be allowed and the defaulting member shall be expelled instead.

13. ENTRANCE FEES, SUBSCRIPTIONS AND OTHER DUES

- 13.1 Members shall pay a one-time entrance fee and an annual subscription fee.
- 13.2 For new members, the annual subscription fee shall be pro-rated to align the first year membership term to end on 31 March. The entrance fee and pro-rated annual subscription fee shall be payable within two (2) weeks of election to membership, in default of which membership may be cancelled by order of the Board. For example, a new member elected into membership on 1 November 2020, shall pay the one time entrance fee and pro-rated 5 months annual fee for the Year 2020/2021.
- 13.3 Annual subscription fees for the next year shall be paid in advance by 15 February of current year. For example, a member renewing membership for Year 2020/2021, shall pay the annual subscription fees by 15 February 2020.
- 13.4 The Board shall suspend members who have 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 SPA's General Meetings.
- 13.5 The Board shall terminate members who have arrears of more than one (1) year. Terminated members may only apply to join SPA again as a new member as spelt out in Articles 9 to 11, after a lapse of one (1) year.
- 13.6 The list of suspended and terminated Affiliates shall be posted on SPA's official website and/or publication portals along with the effective date of their suspension or termination.
- 13.7 The income and property of SPA whensoever derived shall be applied towards the promotion of the objects of SPA 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 SPA or to any of them or to any person claiming through any of them.

14. ANNUAL GENERAL MEETINGS

- 14.1 The supreme authority of SPA is vested in a General Meeting of the members presided over by the President.
- 14.2 The Annual General Meeting (AGM) shall be held not later than 30th September of each year. If there are any unavoidable reasons for delay in holding the AGM by the due date,

the members shall be notified of the reason latest one (1) month before the due date, through email or over SPA's official publication portal. The AGM may be postponed to a later date if no more than one-third (1/3) of the voting members raise any objections in writing to SPA within one (1) week from the date of this notification.

- 14.3 At least four (4) weeks' notice shall be given of an AGM to Affiliates, through email and SPA official website, specifying the place, date, and time.
- 14.4 Meeting agenda details, the Board's annual report and the audited financial statements for the preceding financial year, will be given to members one (1) week in advance of the meeting.
- 14.5 The following points will be considered at the AGM,
 - 14.5.1 The previous year financial years' accounts and annual report of the Board;
 - 14.5.2 The election of office-bearers and auditors for the following term, where applicable;
 - 14.5.3 The approval or removal of Full Members;
 - 14.5.4 The approval of any resolutions tabled by Members and/or the Board;
- 14.6 Any Member who wishes to place an item on the agenda of a general meeting may do so provided he gives notice to the Secretary General two (2) weeks before the meeting is due to be held.
- 14.7 No business other than that stated in the notice and agenda of the general meetings shall be transacted at the general meetings.
- 14.8 General Meetings 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.

15. EXTRAORDINARY GENERAL MEETINGS

- 15.1 At other times, an Extraordinary General Meeting (EGM) may be called by the President on the request in writing by not less than one-quarter (1/4) or thirty voting members, whichever is the lesser, and may be called at anytime by order of the Board. The notice in writing shall be given to the Secretary General setting forth the business that is to be transacted.
- 15.2 The EGM shall be convened within two (2) months from receiving the request. The members who requested for the EGM may proceed to convene the EGM if one is not convened by the Board, by giving at least two (2) weeks' notice to voting members, setting forth the business to be transacted.
- 15.3 At least three (3) weeks' notice shall be given of an EGM to Affiliates, through email and SPA official website, specifying the place, date, and time.

16. ATTENDANCE AND QUORUM

- 16.1 All members of SPA shall be eligible to attend the General Meetings. The Board may also invite various others, including SPA's auditors, legal advisers and observers from SPA'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 President or with the consent of the authorised delegates present at the meeting.
- 16.2 At least one quarter (1/4) of the total voting membership or thirty (30) voting members, whichever is lesser, present at a general meeting shall form a quorum.
- 16.3 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.
- 16.4 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.
- 16.5 Each Full Member shall be represented by a maximum of two (2) authorised delegates upon personal presentation at SPA's General Meeting and an authorised letter of representation/credentials from that Full Member;
- 16.6 Each Full Member shall be given one (1) vote at SPA's General Meetings which shall be exercised by its authorised delegate(s).
- 16.7 Each Associate Member shall be represented by a maximum of one (1) authorised representative upon personal presentation at SPA's General Meeting and an authorised letter of representation/credentials from that Associate Member;

17. VOTING FOR GENERAL MEETINGS

- 17.1 Only authorised delegates of Full Members who are above twenty-one (21) years of age 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 authorised delegate of a Full Member.
- 17.3 Voting by proxy is not allowed at General Meetings.
- 17.4 All resolutions, with the exception of special resolutions shall be approved by a simple majority of the votes cast (i.e. more than half of the members present and entitled to vote). All special resolution shall be approved by at least two-thirds (2/3) of the members present and entitled to vote.
- 17.5 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.

18. GOVERNING BOARD

- 18.1 The organisation and supervision of daily activities of SPA shall be entrusted to a Board, elected at each AGM. The Board may not act contrary to the expressed wishes of the general meeting without prior reference to it and always remain subordinate to the general meetings.
- 18.2 The Board shall have up to nine (9) elected Board Members, the Chairman of the Athletes Commission and between three (3) to five (5) appointed Board Members.
- 18.3 More than half of the Board shall be comprised of Singapore citizens.

19. NOMINATION AND ELECTION OF BOARD MEMBERS

- 19.1 All nominations must be proposed by a Full Member, and seconded by another Full Member
- 19.2 All nominations shall be submitted in writing via prescribed forms and along with the required supporting document as may be determined by the Board.
- 19.3 Nomination forms shall include a declaration by the nominee of any personal or business interest that may be of concern to SPA or its members.
- 19.4 All nominations for the Board election must reach SPA's office at least three (3) week before the AGM, and any nominations received thereafter shall be invalid.
- 19.5 Nominated candidates must fulfil all the eligibility conditions set out in Article 20 (Board Members, Key Office Bearers and Appointed Delegates).
- 19.6 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.
- 19.7 The list of eligible nominees shall be published in SPA's official website and emailed to all Members at least one (1) week before the AGM where the election is to be held.
- 19.8 The election shall be conducted or supervised by an independent member of the Board.
- 19.9 Election shall be by secret ballot and the result shall be based on a simple majority of the votes cast.
- 19.10 Any tie in votes that affects the outcome of the election shall be resolved through a subsequent round(s) of voting. If the tie involves more than 2 candidates, the candidate(s) with the lowest number of votes shall be eliminated after each round.
- 19.11 If a tie persists after two (2) successive rounds of voting involving the same candidates, the Chairman who is presiding over the election shall decide to either exercise a casting vote, where the Chairman had been so empowered by the members, or draw lots to resolve the tie.
- 19.12 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 SPA's auditors and/or legal delegates who are present at the AGM.

20. BOARD MEMBERS, KEY OFFICE BEARERS AND APPOINTED DELEGATES

- 20.1 Board Members shall be above twenty-one (21) years of age and shall be Singapore citizens or Permanent Residents.
- 20.2 Board members shall not be Individuals who are disqualified from serving on the Board of charities or companies pursuant to the Charities Act and Companies Act or have past convictions for offences for which criminal record cannot be spent pursuant to the Registration of Criminals Act (Third Schedule).

- 20.3 Board Members shall not be serving a suspension or ban from IF or other regulating 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 SPA nor have a family member who is a paid employee of SPA.
- 20.6 No more than three (3) of the Board members shall be family members, and such relationships must be declared upfront in the nomination and before the Board election.
- 20.7 An Elected Board Member shall be an authorised delegate/representative of an Affiliate or an Individual Member, who is duly elected by the voting members at an AGM.
- 20.8 Elected Board Members shall act in the best interest of SPA and do not do anything to bring SPA into disrepute.
- 20.9 All elected members of the Board shall serve a term of office which is four (4) years. However, at the first election following the adoption of this Constitution, half of the Elected Board Members with the highest votes shall serve a four (4) year term, while the rest of the Elected Board Members will serve a two (2) year term. This is to allow for staggered terms of office for Elected Board Members.
- 20.10 Following an AGM where an election was held, the elected Board members shall then elect from among themselves the key office bearers, who will minimally be,
- 20.10.1 A President
 - 20.10.2 A Vice President
 - 20.10.3 A Secretary General
 - 20.10.4 A Treasurer
 - 20.10.5 Assistant Treasurer
- 20.11 The President should have served and made positive contributions to the sport of Pickleball and/or SPA as an ex-athlete, official or elected Board member, or should be a prominent individual of good standing within the sport and/or business community.
- 20.12 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.
- 20.13 The Treasurer should preferably have a recognized accounting qualification and / or appropriate practical experience.
- 20.14 With effect from the year 2022, 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 after a lapse of at least two (2) years;
- 20.15 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;

- 20.16 The Elected Board Members may appoint other Board Members to ensure an appropriate balance and diversity of skills, experience and gender within the Board.
- 20.17 Appointed Board Members shall be independent members who are not registered members of Affiliates or Individual Members who do not have any vested interest in the affairs or business of Pickleball.
- 20.18 Appointed Board Members shall preferably be from the legal, accounting or medical profession or shall be experts in other relevant fields including marketing, IT, event management, graphic design or coach education.
- 20.19 The term of office for Appointed Board Members shall be up to two (2) years.
- 20.20 The Board shall have the power to remove an Appointed Board Member from the Board before the expiration of his term of office and may appoint another person in his stead for the remaining term of his office.
- 20.21 The Board may at any time appoint a suitable person to fill a position vacated by either an Elected Board Member or an Appointed Board Member for the remaining term of office for the vacated position.
- 20.22 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 period of office.
- 20.23 Any change of Board members shall be notified to the Registrar of Societies and Commissioner of Charities within two (2) weeks of the change.
- 20.24 Members of the Board shall not hold any salaried position within SPA and receive no compensation for their services rendered as a member of the Board.

21 BOARD ROLE AND POWERS

The role and powers of the Board shall be as follows,

- 21.1 Provide stewardship and trusteeship on behalf of the members and be responsible for ensuring that SPA remains viable and effective in the present and for the future;
- 21.1 Provide strategic leadership, set objectives, and ensure that the necessary plans, policies, programs and resources are in place for SPA to meet its objectives;
- 21.2 Ensure all legal and statutory obligations are met and all constitutional and governance requirements are complied with;
- 21.3 Establish a framework of prudent and effective controls which enables risk to be assessed and managed, including safeguarding of SPA's assets and the public funds it may receive.
- 21.4 Set SPA's values and standards and ensure that obligations to members and other stakeholders are understood and met, and address all disciplinary issues that may arise;

- 21.5 Be responsible for the appointment of the Chief Executive Officer (CEO), Representative(s) in any regional/international and/or multi-country federations and other senior management employees of SPA and provide them with clear documented roles, responsibilities and accountabilities;
 - 21.5.1 Review management and Board performance periodically;
 - 21.5.2 Manage conflict of interest and take appropriate measures to ensure that SPA is protected against any personal or business interests of Board members and employers of SPA;
 - 21.5.3 Identify and sufficiently engages the key stakeholder groups of SPA and sought their views and feedback on SPA's strategies and policies;
 - 21.5.4 Consider financial sustainability, social issues and environmental factors as part of its strategy and policy formulation;
 - 21.5.5 Raise funds for SPA and approve any expenditure from the funds and/or reserves of SPA for SPA's activities.
 - 21.5.6 Decisions that involve the acquisition and disposal of immovable properties/assets, and expenditures of significant value that draws on SPA's financial reserves (i.e. more than 10% of reserves or SGD 250,000 whichever is higher) shall be approved at a General Meeting by a special resolution.

22 DUTIES OF OFFICE BEARERS

22.1 The duties of the office-bearers are as follows:-

22.1 The President shall,

22.1.1 Preside at all general and Board meetings, and act as Chairman.

22.1.2 He shall also represent SPA in its dealings with outside persons or organisations.

22.1.3 The immediate past President shall be appointed as Adviser to the Board.

22.2 The Vice-President shall assist the President and deputise him in his absence.

22.3 The Secretary General shall,

22.3.1 Keep all records except financial, of SPA and shall be responsible for their correctness.

22.3.2 Keep minutes of all general and Board meetings.

22.3.3 Maintain an up-to-date register of members at all times.

22.3.4 Call for Meeting of the Board, if necessary, once every three (3) months.

22.3.5 Submit to the Board any written complaint or suggestion received from members at the first available opportunity.

22.3.6 Report to the Board all his dealings and activities made or conducted on behalf of SPA.

22.3.7 To inform the Board of any contravention by members.

22.4 The Treasurer shall,

22.4.1 Keep all funds and collect and disburse all monies on behalf of SPA;

22.4.2 Shall keep an account of all monetary transactions and shall be responsible for their correctness;

22.4.3 Be authorised to expend up to SGD 200.00 per month for petty expenses on behalf of SPA;

22.4.4 Not keep more than SGD 100.00 in the form of cash, and money in excess of this will be deposited in a bank to be named by the Board;

22.4.5 Prepare cheques, or electronic and online payment request, etc. for withdrawal of a sum not exceeding SGD 10,000.00 from the bank, to be signed/approved by the President, or Vice-President in addition to the Treasurer or Assistant Treasurer. Any withdrawal exceeding SGD 10,000.00 must be counter-signed by a third signatory;

22.4.6 Keep an inventory list of all articles belonging to SPA;

22.4.7 Not hold office in the Audit Sub-Committee.

22.4.8 Report on the financial status of SPA at Board meetings and present audited financial reports at AGM

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

23 BOARD MEETINGS

23.1 A Board meeting shall be held at least once every two (2) months after giving seven (7) days' notice to Board members. The President may call a Board meeting at any time by giving seven (7) days' notice.

23.2 Any member of the Board absenting himself from three meetings consecutively without satisfactory explanations shall be deemed to have withdrawn from the Board.

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

23.4 Voting at the Board meetings shall be by show of hands unless the meeting decides otherwise by a majority vote for a secret ballot. Each Board member shall have one vote.

23.5 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.

23.6 In the event of a tie, the Chairman of the Board meeting shall have a casting vote.

24 CIRCULAR RESOLUTIONS

- 24.1 The Board may by a circular resolution decide on any matters of SPA 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.
- 24.2 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.
- 24.3 The circulation of such resolution(s) shall be relayed to the Board Members by any acceptable means of communication adopted by the Board, including via email.
- 24.4 The 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.

25 BOARD COMMITTEES

- 25.1 The Board may appoint Board Committees comprised of SPA members and/or independent experts to assist the Board in the management and administration of SPA.
- 25.2 The Board may delegate to such Board Committees such powers as it deems necessary.
- 25.3 The Board shall minimally appoint the following Board Committees with the appropriate terms of reference:
 - 25.3.1 Audit Committee
 - 25.3.2 Selections Committee
 - 25.3.3 Appeals Committee
 - 25.3.4 Disciplinary Committee
- 25.4 All Board Committees shall comprise of at least three (3) members, one of whom shall preferably be a Board Member, and shall not have more than half (1/2) of its members from the Board.

26 ATHLETES COMMISSION

- 26.1 SPA shall establish an Athletes Commission (AC) with the view to providing a process to promote open communication with the athletes.
- 26.2 The AC shall comprise of no more than five (5) elected members, who are either past or present national Pickleball athletes, including the Chairman who must be a former National Pickleball athlete.
- 26.3 The Chairman and members of the AC shall be elected by National athletes who have represented Singapore in international pickleball competitions within the past twenty-four (24) months.
- 26.4 The term of office of the AC members and their term limits, if any, shall follow that of the Board.

26.5 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.

27 ADVISORS AND PATRONS

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

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

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

28 CHIEF EXECUTIVE OFFICER

- 28.1 The Board may appoint a CEO or an equivalent to lead the SPA management and secretariat staff.
- 28.2 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.
- 28.3 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.
- 28.4 The role of CEO will be to implement the strategies, plans and policies approved by the Board and to be responsible for the management and direction of SPA and its finances.
- 28.5 The CEO shall attend all SPA 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.
- 28.6 Subject to the terms and conditions of the appointment, the Board may suspend or remove the CEO from that office.
- 28.7 The CEO and secretariat staff may serve with compensation.

29 AUDIT AND FINANCIAL YEAR

- 29.1 A firm of Public Accountants and Chartered Accountants shall be appointed as auditors at each AGM for the next financial year and shall be eligible for reappointment.
 - 29.1.1 They will be required to audit each year's accounts and present a report upon them to the Board and Annual General Meeting;
 - 29.1.2 They may be required by the President to audit SPA's accounts for any period within their tenure of office at any date and make a report to the Board.
- 29.2 The auditor shall be changed at least once every five (5) years, whether to another auditor from the same auditing firm or company or to another auditor from a different auditing firm or company.
- 29.3 SPA's financial year shall be from 1st April to 31st March the following year.

30 POLICIES AND BY-LAWS

- 30.1 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 SPA as it deems fit.
- 30.2 Such by-laws, policies, regulations, procedures and practices from time to time in forces shall not be inconsistent with the provisions of this Constitution.
- 30.3 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.
- 30.4 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.

31 CONFLICT OF INTEREST

- 31.1 Board members shall act in the best interests of SPA, and the Board shall set clear policies, procedures and take appropriate measures to declare, prevent and address any conflict of interest that may arise.
- 31.2 Whenever a member of the Board, 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 and shall be documented by the Honorary Secretary.

32 ANTI-DOPING & PREVENTION OF COMPETITION MANIPULATION

- 32.1 SPA 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.
- 32.2 All affiliates, members, athletes, participants, staff and other individuals, who are subject to the jurisdiction of SPA 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.

33 SAFE SPORT

- 33.1 SPA shall be committed to ensuring the safety and wellbeing of Pickleball athletes and practitioners in Singapore and shall take all necessary measures to protect them from all forms of harassment and abuse.
- 33.2 All affiliates, members, athletes, participants, staff and other individuals, who are subject to the jurisdiction of SPA are bound by and agree to abide by the Safe Sport Unified Code and to comply with the applicable rules under the Safe Sport Programme.

34 DISPUTE RESOLUTION

- 34.1 Any dispute arising amongst Members or between any Member and SPA 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.

35 PRESS RELEASES

- 35.1 Only the President or his/her delegate shall be entitled to give press releases relating to matters concerning SPA.

36 UNATTACHED AND UNREGISTERED PLAYERS

- 36.1 No player, being a resident of Singapore, shall be allowed to participate in any competition in Singapore organised or sanctioned by SPA unless the player is part of an Affiliate or Individual Member of SPA, or is participating under the auspices of other national federation members of world bodies or organisations promoting pickleball activities, that SPA is affiliated to. The Board may from time to time waive these requirements for a particular competition.

37 TRUSTEES

- 37.1 If SPA at any time acquires any immovable property, such property shall be vested in trustees subject to a declaration of trust.
- 37.2 The trustees of SPA shall:
- 37.2.1 not be more than four (4) and not less than two (2) in number;
 - 37.2.2 be elected by a General Meeting of members.
 - 37.2.3 not effect any sale or mortgage of property without the prior approval of the General Meeting of members.
- 37.3 The office of the trustee shall be vacated:-
- 37.3.1 if the trustee dies or becomes of unsound mind;
 - 37.3.2 if he is absent from the Republic of Singapore for a period of more than one (1) year;

37.3.3 if he is guilty of misconduct of such a kind as to render it undesirable that he continues as a trustee;

37.3.4 if he submits notice of resignation from his trusteeship.

37.4 Notice of any proposal to remove a trustee from his trusteeship or to appoint a new trustee to fill a vacancy must be given by posting it on the SPA's notice board/or on SPA'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, where applicable.

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

38 VISITORS AND GUESTS

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

39 PROHIBITIONS

39.1 The funds of SPA shall not be used to pay the fines of members who have been convicted in Court of Law.

39.2 SPA 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.

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

39.4 SPA 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.

40 CESSATION OF CHARITY STATUS

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

41 DISSOLUTION

- 41.1 SPA shall not be dissolved, except with the consent of not less than three-fifth (3/5) of those entitled for the time being to vote at the General Meeting.
- 41.2 In the event of SPA being dissolved as provided above, all debts and liabilities legally incurred on behalf of SPA shall be fully discharged, and the remaining funds will be donated to charitable organization(s), or Institution(s) of a Public Character, when SPA 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 SPA may determine at the General Meeting.
- 41.3 A Certificate of Dissolution shall be given within seven (7) days of the dissolution to the Registrar of Societies and Commissioner of Charities.

42 AMENDMENTS TO CONSTITUTION

- 42.1 No alterations, amendments or additions/deletions to this Constitution shall be made except at a General Meeting and by a special resolution.
- 42.2 Such alterations, amendments or additions/deletions shall only take effect after the approval from the Registrar of Societies and the Commissioner of Charities has been received.
- 42.3 Any proposal to amend the Constitution shall be notified in writing to SPA at least fourteen (14) days before the General Meeting together with a copy of the proposed amendments.

43 MATTERS NOT PROVIDED FOR

In all matters not provided for in this Constitution, the decision of the Board shall be final unless it is reversed at a General Meeting of members.