

**Special Olympics Singapore Constitution
(Approved by ROS on 24th June 2022)**

Article No	
1	<u>NAME</u>
1.1	The association shall be known as SPECIAL OLYMPICS SINGAPORE hereinafter referred to "SOSG".
2	<u>DEFINITIONS</u>
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 SOSG appointed in accordance with Article 33.
2.2.2	"AGM" means the Annual General Meeting of SOSG members required to be held by SOSG in each calendar year.
2.2.3	"Appointed Board Member" means a SOSG Board Member appointed under Article 26.
2.2.4	"Associate Member" means an entity admitted as a Member of SOSG in accordance with Article 14.
2.2.5	"Authorised Representative" means a person authorised by a Corporate Member or Permanent Member to attend a General Meeting of SOSG and to speak and vote on its behalf at such meetings.
2.2.6	"Board" means the body consisting of Elected and Appointed Board Members that governs SOSG.
2.2.7	"Board Committee" means a committee established under Article 32.
2.2.8	"Board Member" means a member of the SOSG Board and includes Elected Board Members and Appointed Board Members.
2.2.9	"Board Members" means all or some of the Board Members of SOSG acting as a board.
2.2.10	"By-law" means a by-law made under Article 36.
2.2.11	"CEO" means a person appointed as Chief Executive Officer or their equivalent by the Board according to the powers conferred on them by Article 34.
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 sport program defined by Special Olympics International and accepted by SOSG as a program under its jurisdiction.
2.2.14	"Elected Board Member" means a SOSG Board Member elected under Article 24.

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2.2.15	“EGM” means an Extraordinary General Meeting of SOSG members called in accordance with Article 18.
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 individual or entity admitted as a voting Member of SOSG in accordance with Article 10, 11 and 12.
2.2.18	“General Meeting” means a general meeting of SOSG Members and includes the AGM and EGM.
2.2.19	“Independent Member” means an Appointed Board Member who is defined as being independent under Article 26.3.
2.2.20	“Ordinary and Life Member” means a person admitted as a Member of SOSG in accordance with Article 11.
2.2.21	“Key Office Bearer” refers to an individual who holds the position of President, Vice President, Honorary Secretary, Honorary Treasurer, Honorary Assistant Treasurer or any other key appointment in the SOSG Board.
2.2.22	“Member” means a member of SOSG in accordance with Article 9.
2.2.23	“Objects” means the objects of SOSG set out in Article 8.
2.2.24	“Patron in Chief or Patron” means a patron of SOSG appointed in accordance with Article 33.
2.2.25	“Policy” means a policy made under Article 36.
2.2.26	“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.
2.2.27	“Trustee” means a Trustee of SOSG appointed in accordance with Article 42.
2.2.28	“Voting Members” mean all Members eligible to vote at a General Meeting.
3	<u>PLACE OF BUSINESS</u>
3.1	The place of business of Special Olympics Singapore shall be at Blk 2 St. George’s Road #01-65, Singapore 322002 or such other address as may from time to time be decided by the Board, subject to the approval of the Registrar of Societies. SOSG shall carry out its activities only in places and premises, which have the prior written approval from the relevant authorities, where necessary.

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4	<u>AFFILIATION</u>
4.1	SOSG shall be affiliated to the Singapore National Olympic Council (hereinafter referred to as “SNOC”), Special Olympics International (hereinafter referred to as “SOI”) and such other recognised bodies, as the Board may deem necessary.
5	<u>AUTHORITY</u>
5.1	SOSG shall strive for government and public recognition as the national governing body and authority in Singapore by virtue of SOSG’s affiliation to Special Olympics International (SOI) and SNOC, and through endeavours that further the Objects of SOSG.
6	<u>INCLUSIVITY</u>
6.1	SOSG shall be inclusive and shall integrate into SOSG’s activities any adaptive form of sports for people with disabilities that has been approved by SOI.
7	<u>MISSION AND VISION</u>
7.1	Vision; Enhancing the potential of athletes with intellectual disability and celebrating the human spirit common to all.
7.2	The mission of SOSG is to promote and provide year-round sports training and athletic competition in a variety of Olympic-type sports for children and adults with intellectual disabilities, giving them continuing opportunities to develop physical fitness, demonstrate courage, experience joy and participate in a sharing of gifts, skills and friendship with their families, other Special Olympic athletes and the community.
8.	<u>OBJECTS</u>
8.1	The objects of SOSG shall be as follows:
8.1.1	To provide persons with intellectual disabilities opportunities to develop physical fitness, demonstrate courage, experience joy and share skills and friendship with their fellow athletes, families and the community.
8.1.2	To promote and provide year-round sports training and competitions in a variety of Olympics-type sports for all persons with intellectual disabilities.
8.1.3	To promote and provide year-round unified sports training and competitions in a variety of Olympics-type sports for all persons with intellectual disabilities and unified partners.
8.1.4	To do such other things as are incidental or conducive to the attainment of the above objectives, and in furtherance of the above objectives, SOSG may, with the approval of the relevant authorities where necessary:
8.1.4.1	To encourage, recruit and develop coaches, officials and volunteers to train athletes and to organise sporting activities.

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8.1.4.2	To conduct training courses for coaches and officials.
8.1.4.3	establish good international relationship with other national Special Olympics organizations and SOI.
8.1.4.4	promote public education and awareness of the capabilities of persons with intellectual disability.
8.1.4.5	encourage and support community and corporate participation.
8.1.4.6	participate in Special Olympics regional and world games.
8.1.5	In addition, SOSG seeks to:
8.1.5.1	be completely independent, autonomous and to be devoid of all political, religious or commercial pressure and
8.1.5.2	commit to taking action against any form of discrimination and violence in sports.
8.1.6	To take such steps by personal or written appeal, public fund raising campaigns, meetings or seminars or otherwise as may from time to time be deemed expedient for the purpose of procuring or raising contributions to the funds of SOSG, in the form of donations, annual subscriptions or otherwise, provided that in so doing SOSG shall conform to all relevant statutory regulations, conditions and consents as for the time being shall be applicable by law.
8.1.7	To do all such other lawful things as are necessary for the achievement of the Vision and Mission.
9	<u>MEMBERSHIP</u>
9.1	SOSG’s membership shall consist of Permanent, Corporate, Ordinary or Life, Honorary and Associate Members.
9.2	The list of the approved and most current SOSG’s Corporate members shall be posted on SOSG’s official website.
10	<u>PERMANENT MEMBERS</u>
10.1	The APSN Education Services Ltd (APSN), and the Movement for the Intellectually Disabled of Singapore (MINDS), being Founder Associations, shall be Permanent Members. Each Permanent Member shall nominate (1) one representative to sit on the Board. They shall have full voting rights at SOSG General Meetings.
11	<u>ORDINARY AND LIFE MEMBERS</u>
11.1	Ordinary and Life membership shall be open to any person above 21 years of age who support the Vision, Mission and objectives of SOSG. They shall have full voting rights at SOSG General Meetings.

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11.2	Shall be approved by the Board (i.e. requiring the consent of at least two-thirds of the members present) and may only exercise their voting rights at subsequent General Meetings.
11.3	May only be removed as a member of SOSG by the Board (i.e. requiring the consent of at least two-thirds of the members present) unless for the reason stated in Article 16.6.
12	<u>CORPORATE MEMBERS</u>
12.1	Corporate membership shall be open to any registered organisation, which supports the Vision, Mission and objectives of SOSG.
12.2	Shall have full voting rights at SOSG's General Meetings.
12.3	Shall be approved by the Board (i.e. requiring the consent of at least two-thirds of the members present) and may only exercise their voting rights at subsequent General Meetings.
12.4	Corporate Members may only be removed as a member of SOSG by the Board (i.e. requiring the consent of at least two-thirds of the members present) unless for the reason stated in Article 16.6.
13	<u>HONORARY MEMBERS</u>
13.1	The Board shall be vested with the power to confer an Honorary Membership on any person, or organisation/corporation who has rendered outstanding service to SOSG and supports its vision and mission. Such members shall have no voting rights.
14	<u>ASSOCIATE MEMBERS</u>
14.1	SOSG's Athletes, non-Singaporean / non- Permanent Residents and serving staff may join as Associate Members. Such members shall have no voting rights and shall not hold office.
15	<u>APPLICATION FOR MEMBERSHIP</u>
15.1	All membership applications shall be submitted to the Hon Secretary as prescribed by SOSG.
15.2	Application for membership may be rejected on any of the following grounds:
15.2.1	The applicant does not satisfy all the relevant membership criteria set out in the relevant membership category in this Constitution.
15.2.2	The applicant has been convicted of an offence involving moral turpitude, declared a bankrupt, wound up or dissolved.
15.2.3	Where accepting the applicant would in the Board's absolute discretion be deemed prejudicial to the interest of SOSG as a whole.

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16	<u>MEMBERSHIP FEES</u>
16.1	Life Members shall pay a one-time membership fee as determined by the Board from time to time.
16.2	Ordinary and Corporate members shall pay an annual membership fee as determined by the Board from time to time.
16.3	The first subscription paid by new members shall hold good until 31st March of the current/following calendar year.
16.4	Membership renewal fees shall be paid by 30 th April of each year.
16.5	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.
16.6	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.
16.7	The list of suspended and terminated members shall be posted on SOSG's official website along with date of their suspension or termination.
16.8	The income and property of SOSG whensoever derived shall be applied towards the promotion of the objects of SOSG 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 SOSG or to any of them or to any person claiming through any of them.
17	<u>ANNUAL GENERAL MEETINGS</u>
17.1	The supreme authority of SOSG is vested in a General Meeting of the members. The Annual General Meeting (AGM) shall be held not later than 30 September each year.
17.2	If there are any unavoidable reasons for delay in holding the AGM by 30 September, the members shall be notified of the reason by 30 August through email or on SOSG's official website. The AGM may be postponed to a later date if no more than one-third (1/3) of the Permanent, Ordinary, Life and Corporate Members raise any objections in writing to SOSG within seven days from the date of this notification.
17.3	At least twenty-one (21) days' notice shall be provided to members, through email and SOSG's official website, specifying the place, date and time of the AGM.
17.4	Members who wish to table a resolution for the General Meeting's approval must notify the Hon Secretary in writing at least fourteen (14) days before the date of the AGM.

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17.5	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.
17.6	The business to be transacted at the AGM shall be:
17.6.1	To approve the annual report and the previous financial year's audited financial statements.
17.6.2	To approve any resolutions tabled by Members in accordance with Article 17.4 or by the Board.
17.6.3	Where applicable, to appoint auditors for the ensuing term.
17.6.4	Where applicable, to approve or remove Members.
17.6.5	Where applicable, to approve the list of nominations received and to hold the election for Board Members.
17.7	No business other than that stated in the notice and agenda for the AGM shall be transacted at the General Meeting.
17.8	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.
18	<u>EXTRAORDINARY GENERAL MEETINGS</u>
18.1	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 Permanent, Ordinary or Life or Corporate Members on SOSG's membership register. Such requisition shall state the business that is to be transacted at the requested EGM.
18.2	The Board shall convene the EGM within one (1) month 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.
18.3	At least fourteen (14) days' notice shall be provided to members, through email and SOSG's official website, specifying the place, date and time of the EGM along with the resolutions to be passed at the meeting.
19	<u>ATTENDANCE AND QUORUM FOR GENERAL MEETINGS</u>
19.1	All members of SOSG's shall be eligible to attend General Meetings.

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19.2	The names of the authorised representatives of Permanent and Corporate Members who will be attending the General Meeting shall be notified to the Honorary Secretary at least three (3) days before the date specified for the General Meeting.
19.3	The Board may also invite various others including SOSG’s auditors, legal advisers and observers from SOSG’s stakeholders for General Meetings.
19.3.1	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 members present at the meeting.
19.4	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.
19.5	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.
20	<u>VOTING AT GENERAL MEETINGS</u>
20.1	Only 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.
20.2	Board Members shall have no voting rights at General Meetings unless he is a Full Member.
20.3	Voting by proxy is not allowed at all General Meetings.
20.4	All resolutions, with the exception for 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.
20.5	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.
21	<u>GOVERNING BOARD</u>
21.1	SOSG shall be governed by a Board between Annual General Meetings. The Board shall have all the powers necessary to manage the affairs of SOSG other than those matters reserved for the Annual General Meeting’s approval.
21.2	The Board shall have ten (10) elected Board Members, and three (3) to five (5) appointed Board Members; and all of whom shall have the right to vote at Board Meetings.
21.3	In addition, one (1) nominated representative from each of the Permanent Members shall be inducted into the Board.

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21.4	More than half of the Board shall be comprised of Singapore citizens.
22	<u>NOMINATION AND ELECTION</u>
22.1	No person may be elected as a Board member unless he is a member of SOSG for 1-year and 1 day at the date of the AGM.
22.2	All nominations for the Board election must reach the SOSG office at least seven (7) days before the AGM, and any nominations received thereafter shall be invalid.
22.3	All nominations shall be submitted in writing via prescribed forms and along with the required supporting documents as may be determined by the Board.
22.4	All nominations must be proposed by a Full Member and seconded by another Full Member.
22.5	Nomination forms shall include a declaration by the nominee of any personal or business interest that may be of concern to SOSG or its members.
22.6	Nominated candidates must fulfil all the eligibility conditions in the sub-articles of Articles 24 (Board Members) and 25 (Elected Board Members) respectively.
22.7	The voting eligibility of Full Members, their authorized 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.
22.8	The list of eligible nominees shall be published in SOSG's official website and emailed to all Members at least five (5) days before the AGM where the election is to be held.
22.9	The election shall be conducted or supervised by an independent member of the Board.
22.10	Election will be by secret ballot and the result shall be based on a simple majority of the votes cast.
22.11	Any tie in votes that affects the outcome of the election shall be decided by a subsequent round of voting. If the tie remains after the subsequent round of voting, it may be resolved through any random methods or by a casting vote by the presiding Chairman, provided he is not one of the candidates involved in the tie.
22.12	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 SOSG's auditors and/or legal advisers who are present at the AGM.
23	<u>KEY OFFICE BEARERS</u>
23.1	The Board shall be elected by full members, who will minimally be the President, Vice President, Honorary Secretary, Honorary Treasurer and Honorary Assistant Treasurer following an AGM where an election is held or whenever a vacancy arises.

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23.2	The President, Vice President and Honorary Secretary shall be Elected Board Members who are Singapore citizens.
23.3	The Honorary Treasurer should preferably have a recognized accounting qualification and / or appropriate practical experience.
23.4	The President should have served and made positive contributions to SOSG as an official or elected Board member, or should be a prominent individual of good standing within the community.
24	<u>BOARD MEMBERS</u>
24.1	Board members shall at least be twenty-one (21) years of age and shall be Singapore citizens or Permanent Residents.
24.2	Board members are to be elected at an Annual General Meeting, except for the 2 nominated representatives from the Permanent Members.
24.3	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).
24.4	Board members shall not be serving a suspension or ban from any regulatory authority.
24.5	Board members shall be persons of good character with the relevant experience and credentials.
24.6	Board members shall neither be a paid employee of SOSG 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 SOSG.
24.7	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.
24.8	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.
25	<u>ELECTED BOARD MEMBERS</u>
25.1	An Elected Board Member shall be an Ordinary, Life or Corporate member of SOSG who is duly elected by the voting members at an AGM.
25.2	Elected Board Members shall act in the best interest of SOSG and not do anything to bring the SOSG into disrepute.
25.3	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.

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25.4	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.
26	<u>APPOINTED BOARD MEMBERS</u>
26.1	The Elected Board Members will appoint three (3) to five (5) other Board members inclusive of an Athlete Representative to ensure an appropriate balance and diversity of skills, experience and gender within the Board.
26.2	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.
26.3	The majority of the Appointed Board Members shall be independent members who are not registered members of SOSG and who do not have any vested interest in the affairs or business of SOSG.
26.4	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.
26.5	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.
27	<u>BOARD TENURE</u>
27.1	The term of office of Elected Board members shall be two (2) years.
27.2	The term of office of Appointed Board Members shall be up to two (2) years (in sync with the elected board).
27.3	Counting from the year 2016, 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.
27.4	A Board Member may only hold the appointment of Honorary Treasurer for a maximum of four (4) consecutive years and may only be considered for re-appointment as a Honorary Treasurer after a lapse of at least two (2) years.
28	<u>BOARD ROLE AND POWERS</u>
28.1	The role and powers of the Board shall be as follows:
28.1.1	Provide stewardship and trusteeship on behalf of members and be responsible for ensuring that SOSG remains viable and effective in the present and for the future.
28.1.2	Provide strategic leadership, set objectives, and ensure that the necessary plans, policies, programs and resources are in place for SOSG to meet its objectives.

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28.1.3	Ensure all legal and statutory obligations are met and all constitutional and governance requirements are complied with.
28.1.4	Establish a framework of prudent and effective controls which enables risk to be assessed and managed, including safeguarding of SOSG's assets and the public funds it receives.
28.1.5	Set SOSG's values and standards and ensure that obligations to members and other stakeholders are understood and met, and address all disciplinary issues that arise.
28.1.6	Be responsible for the appointment of the CEO and other senior management employees of SOSG and provide them with clearly documented roles, responsibilities and accountabilities.
28.1.7	Review management and Board performance periodically.
28.1.8	Manage conflict of interest and take appropriate measures to ensure that SOSG is protected against any personal or business interests of Board members and employees of SOSG.
28.1.9	Identify and sufficiently engage the key stakeholder groups of SOSG and sought their views and feedback on SOSG's strategies and policies.
28.1.10	Consider financial sustainability, social issues and environmental factors as part of its strategy and policy formulation.
28.1.11	Raise funds for SOSG and approve any expenditure from the funds and / or reserves of SOSG for SOSG's activities, subject to Article 28.1.12.
28.1.12	Decisions that involve the acquisition and disposal of immovable properties or assets, and expenditures of significant value that draws on SOSG'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.
29	<u>DUTIES OF OFFICE BEARERS</u>
29.1	The President shall chair all General and Board meetings. The President shall also represent SOSG in all matters with outside persons.
29.2	The Vice President shall assist the President and deputise for him in his absence.
29.3	The Honorary Secretary shall ensure that all records of SOSG, 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.
29.4	The Honorary Treasurer shall:
29.4.1	Be responsible for the funds of SOSG.

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29.4.2	Keep an account of all monetary transactions and shall be responsible for their correctness.
29.4.3	Report on the financial status of SOSG at Board meetings and present audited financial reports at AGMs.
29.4.4	Not be a member of the Audit Committee.
29.5	The Hon Assistant Treasurer shall assist the Hon Treasurer and shall deputise for the Hon Treasurer in his absence, and shall not hold office in the Audit Committee.
29.6	All cheques, electronic or online payments for withdrawals from the bank shall be co-signed by the Hon Treasurer or Hon Assistant Treasurer, and either the President or the Vice President.
29.7	All other Board Members shall assist in the management of SOSG and perform duties assigned by the Board from time to time.
30	<u>BOARD MEETINGS</u>
30.1	A Board Meeting shall be held at least once every two (2) months after giving at least seven (7) days' notice to Board Members.
30.2	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.
30.3	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.
30.4	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 (1) one vote each at Board Meetings.
30.5	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.
30.6	The Chairman of the Board meeting shall have a casting vote (i.e. second vote) in the event of a tie in the votes.
31	<u>CIRCULAR RESOLUTIONS</u>
31.1	The Board may by a circular resolution decide on any matters of SOSG 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.

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31.2	The Honorary Secretary or CEO shall circulate such resolutions for the Board Members' approval upon the request by any of the Board Members who shall have a seconder for the same.
31.3	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.
31.4	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.
32	<u>BOARD COMMITTEES</u>
32.1	The Board may appoint Board Committees comprised of SOSG members and/or independent experts to assist the Board in the management and administration of SOSG.
32.2	The Board may delegate to such Board Committees such powers as it deems necessary.
32.3	The Board shall minimally appoint the following Board Committees with the appropriate terms of reference:
32.3.1	Audit Committee
32.3.2	Selections Committee
32.3.3	Appeals Committee
32.3.4	Disciplinary Committee
32.4	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.
33	<u>ADVISORS AND PATRONS</u>
33.1	The Board may appoint Patron in Chief, Advisors and/or Patrons who may or may not be a Member of SOSG to advise the Board in such matters as and when the Board deems necessary.
33.2	The Patron in Chief, Advisors and Patrons so appointed shall have no voting rights on the Board.
33.3	The appointment for the Patron(s) and Advisor(s) will be for a period of 3 years, renewable at the discretion of the Board.

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34	<u>CHIEF EXECUTIVE OFFICER</u>
34.1	The Board may appoint a CEO or an equivalent to lead the SOSG management and secretariat staff.
34.2	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.
34.3	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.
34.4	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 SOSG and its finances.
34.5	The CEO shall attend all SOSG 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.
34.6	Subject to the terms and conditions of the appointment, the Board may suspend or remove the CEO from that office.
35	<u>AUDIT AND FINANCIAL YEAR</u>
35.1	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.
35.2	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.
35.3	The auditors may be required by the President to audit SOSG's accounts for any period within their tenure of office at any date and make a report to the Board.
35.4	The auditors will be required to audit each financial year's accounts and present a report upon them to the AGM.
35.5	SOSG's financial year shall be from 1st April of each year to 31st March the following year.
36	<u>POLICIES AND BY-LAWS</u>
36.1	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 SOSG as it deems fit.
36.2	Such by-laws, policies, regulations, procedures and practices from time to time in force shall not be inconsistent with the provisions of this Constitution.

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36.3	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.
36.4	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.
37	<u>CONFLICT OF INTEREST</u>
37.1	Board members shall act in the best interests of SOSG and the Board shall set clear policies, procedures and take appropriate measures to declare, prevent and address any conflict of interest that may arise.
37.2	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.
38	<u>ANTI DOPING & PREVENTION OF COMPETITION MANIPULATION</u>
38.1	SOSG 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.
38.2	All members, athletes, participants, staff and other individuals, who are subject to the jurisdiction of SOSG 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.
39	<u>SAFE SPORT</u>
39.1	SOSG shall be committed to ensuring the safety and wellbeing of our athletes and practitioners in Singapore and shall take all necessary measures to protect them from all forms of harassment and abuse.
40	<u>DISPUTE RESOLUTION</u>
40.1	Any dispute arising amongst Members or between any Member and SOSG 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.
41	<u>PRESS RELEASE</u>
41.1	Only the President or his/her delegate shall be empowered to give press releases relating to matters concerning SOSG.

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Article No	
42	<u>TRUSTEES</u>
42.1	If SOSG at any time acquires any immovable property, such property shall be vested in trustees subject to a declaration of trust.
42.2	The trustees of SOSG shall:
42.2.1	Not be more than four (4) and not less than two (2) in number.
42.2.2	Be elected by a General Meeting of members.
42.2.3	Not effect any sale or mortgage of property without the prior approval of the General Meeting of members.
42.3	The office of the trustee shall be vacated:
42.3.1	If the trustee dies or becomes of unsound mind.
42.3.2	If he is absent from the Republic of Singapore for a period of more than one (1) year.
42.3.3	If he is guilty of misconduct of such a kind as to render it undesirable that he continues as a trustee.
42.3.4	If he submits notice of resignation from his trusteeship.
42.4	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 SOSG's notice board and / or on SOSG'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.
42.5	The address of each immovable property, name of each trustee and any subsequent change must be notified to the Commissioner of Charities.
43	<u>VISITORS AND GUESTS</u>
43.1	Visitors and guests may be admitted into the premises of SOSG but they shall not be admitted into the privileges of SOSG. All visitors and guests shall abide by SOSG's rules and regulations.
44	<u>PROHIBITIONS</u>
44.1	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 SOSG's premises. The introduction of materials for gambling or drug taking and of bad characters into the premises is prohibited.
44.2	The funds of SOSG shall not be used to pay the fines of members who have been convicted in court of law.

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Article No	
44.3	SOSG 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.
44.4	SOSG shall not indulge in any political activity or allow its funds and/or premises to be used for political purposes.
44.5	SOSG shall not hold any lottery, whether confined to members or not, in the name of SOSG or of its office-bearers, Board or members unless with the prior approval of the relevant authorities.
44.6	SOSG 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.
45	<u>CESSATION OF CHARITY STATUS</u>
45.1	In the event that SOSG ceases to be a registered charity under the Charities Act, all debts, liabilities legally incurred on behalf of SOSG shall be fully discharged, and the remaining funds will be donated to charitable organization(s), or Institution(s) of a Public Character, when SOSG 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 SOSG may determine at the General Meeting.
46	<u>DISSOLUTION</u>
46.1	SOSG 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.
46.2	In the event of SOSG being dissolved as provided above, all debts and liabilities legally incurred on behalf of SOSG shall be fully discharged, and the remaining funds will be donated to charitable organization(s), or Institution(s) of a Public Character, when SOSG 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 SOSG may determine at the General Meeting.
46.3	A Certificate of Dissolution shall be given within seven (7) days of the dissolution to the Registrar of Societies and Commissioner of Charities.
47	<u>AMENDMENTS TO CONSTITUTION</u>
47.1	No alterations, amendments or additions/deletions to this Constitution shall be made except at a General Meeting and by a special resolution with the consent of at least two-thirds (2/3) of the members who are present and eligible to vote at the General Meeting.
47.2	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.

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47.3	Any proposal to amend the Constitution shall be notified in writing to SOSG at least fourteen (14) days before the General Meeting together with a copy of the proposed amendments.
48	<u>MATTERS NOT PROVIDED FOR</u>
48.1	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.
49	<u>INDEMNITY</u>
49.1	Subject to the provisions of any law, every Board member, Internal Auditor, employee or volunteer of SOSG shall be indemnified out of the assets of SOSG, against any liability incurred by him in that capacity in defending any proceedings, whether civil or criminal, in which judgement is given in his favour or in which he is acquitted or in connection with any application in which relief is granted to him by the court from liability for negligence, default, breach of duty or breach of trust in relation to the affairs of SOSG.

Approved by ROS on 24 June 2022