CONSTITUTION OF

ASSOCIATION OF DRONE SOCCER (SINGAPORE)

OUR VISION

To be a World Class Drone Soccer Association representing Singapore that develop and foster Drone Soccer Professionals.

Our Mission

To establish standards for competencies and practices for Drone Soccer Professionals.

To uphold the high standards of professional practices and develop value-creating Drone Soccer Professionals to meet industry expectations and align with global developments and innovation.

To promote the sport in a safe environment.

Code of Ethics

Members of ASSOCIATION OF DRONE SOCCER (SINGAPORE), abbreviated to "ADSS", shall be guided by this Code in performing their duties and responsibilities for the protection of Drone Soccer with professionalism and integrity.

Members shall appreciate the impact of their professionalism may have on Drone Soccer's reputation and shall therefore always behave in a dignified and ethical manner with outright credibility.

Members shall:

Maintain high standards of professionalism and integrity in serving or dealing relevant stakeholders;

Continue to improve their knowledge and competence through education, training and networking and provide professional services only in their area of competency;

Avoid conflicts of interest and never compromise on their professionalism;

Maintain confidentiality of privileged information and not use such information for their personal gain; and

When speaking or writing publicly, do so in a responsible, truthful, and objective manner and within the parameters of authority granted.

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NAME

1.1 This Society shall be known as the “ASSOCIATION OF DRONE SOCCER (SINGAPORE)”, hereinafter referred to as the “ADSS”.

PLACE OF BUSINESS

2.1 Its place of business shall be at “51 Kampong Bugis, #01-07 Kallang Riverside, Singapore 338986” or such other address as may subsequently be decided upon by the Executive Committee and approved by the Registrar of Societies. ADSS shall carry out its activities only in places and premises which have the prior written approval from the relevant authorities, where necessary.

OBJECTS

3.1 Its objects are:

a) To develop and promote high standards of competencies and practices amongst the members.

b) To provide direction and development opportunities to enhance the standards and professionalism of members.

c) To affiliate and cooperate with International Drone Soccer Associations.

d) To promote Drone Soccer and position ADSS on par with International Drone Soccer Associations.

DEFINITIONS

4.1 In this Constitution, the definitions of the following terms are:

“The Executive Committee” means the management of ADSS.

“Member” means paid-up Professional, Individual, Student or Corporate Member of ADSS.

“Voting Member” means paid-up Professional Member.

“DS” means Drone Soccer.

"FIDA” means Federation of International DroneSoccer Association

Words expressing the plural shall include the singular and the masculine gender shall include the feminine gender and vice versa.

MEMBERSHIP QUALIFICATIONS AND RIGHTS

5.1 Any candidate applying to be a Member or wishes to continue to be a Member shall satisfy the Executive Committee that he has not been incriminated for offences that may be prejudicial or detrimental to the interests or objectives of ADSS.

5.2 Persons who are below 18 years of age shall not be accepted as Members without the written consent of their parents or guardian.

5.3 Only Members who are above 21 years of age shall have the right to vote and to hold office in ADSS.

5.4 There are four (4) categories of membership:

5.4.1 Professional Member

An Applicant for Professional Membership shall satisfy the Executive Committee that he has attained an unmanned aerial vehicle pilot license of Class A Rotorcraft of up to 7kg or equivalent.

A Professional Member shall have the rights to:

a) Attend and speak at General Meetings;

b) Vote and hold office in ADSS; and

c) Propose or second a candidate for election to the Executive Committee.

5.4.2 Individual Member

Individual Membership is open to any applicants, including individuals residing overseas, who do not fulfil the requirement to be a Professional Member.

An Individual Member shall have the right to attend and speak at any General Meeting of ADSS but shall not be eligible to hold office or to vote in ADSS.

5.4.3 Student Member

An applicant for Student Membership shall satisfy the Executive Committee that he is:

a) Below 21 years of age;

b) A Singapore Citizen / Singapore Permanent Resident / Foreigner with a Student Visa; and

c) Pursuing full-time studies at an accredited educational institution in Singapore.

A Student Member shall not be eligible to attend any General Meetings of ADSS and shall not have the rights to vote and hold office in ADSS.

5.4.4 Corporate Member

Any organisation applying to be a Corporate Member shall satisfy the Executive Committee that:

a) It is incorporated in law as an Organisation or Society;

b) One or more of its objectives which it actively pursues is closely identified with one or more of the objectives of ADSS; and

c) None of its objectives is detrimental to the interests of ADSS.

A Corporate Member shall be entitled to nominate one (1) Representative, accepted by the Executive Committee, to attend and speak at any General Meeting of ADSS. A Corporate Member shall not have the rights to vote and hold office in ADSS.

5.5 Unless otherwise indicated herein, all Members of ADSS shall be entitled to:

a) Receive a copy of the latest edition of the Constitution;

b) Receive notifications, circulars, newsletters and other publications concerning the affairs of ADSS;

c) The same rights and privileges as may be provided from time to time by ADSS on matters pertaining to the functions and affairs of ADSS;

d) Attend seminars or talks, conferences, and social functions, organised wholly or jointly by ADSS.

APPLICATION FOR MEMBERSHIP

6.1 All applications for Membership shall be submitted in writing in the appropriate forms prescribed by the Executive Committee or in a manner as may be prescribed by the Executive Committee from time to time.

6.2 The Executive Committee will decide on the application for Membership. The Executive Committee is however not obliged to assign any reason should an application be rejected.

6.3 The name of any applicant whose Membership is approved by the Executive Committee shall be entered into the Membership Register, subject to payment of the appropriate entrance and subscription fees at the time of entry.

6.4 On admission, every Member shall receive a Membership Identification and shall be entitled to hold the said Identification subject to the validity period based on the payment of the Annual Subscription fees. The Membership identification shall remain as the property of ADSS.

6.5 In the event of cessation of Membership, the Membership Identification shall be null and void; and the name of the Member shall be removed from the Membership Register.

6.6 The Executive Committee may suspend a Member for such period as it decides, or may declare cessation of Membership, if a Member:

a) In the opinion of the Executive Committee, gained admission by improper means.

b) Is an undischarged bankrupt.

c) Has not paid subscriptions by 30th April of every calendar year.

d) Tenders his resignation in writing or via email and whose resignation is accepted by the Executive Committee.

e) Commits an act which is considered by the Executive Committee to be prejudicial or detrimental to the interests or objectives of ADSS.

6.7 A Member whose name has been removed from the Membership Register may apply at any time to ADSS for reinstatement. The Executive Committee shall determine the application on its individual merits and may reinstate the Membership conditionally or otherwise. The Executive Committee's decision on any application for reinstatement of membership shall be final, and it shall not be obliged to disclose any reason for its decision.

6.8 A Member who has been suspended or whose Membership has been ceased under clause 6.6 may within one (1) month of the notification of his suspension or cessation of Membership, appeal to the General Meeting of Members against the decision of the Executive Committee. The decision of the General Meeting shall be final.

ENTRANCE FEES, SUBSCRIPTIONS AND OTHER DUES

7.1 The entrance fees and annual subscriptions shall be determined by the General Meeting on recommendation from the Executive Committee from time to time. Details shall be made available at the ADSS website.

7.2 Entrance fees shall be paid upon application for Membership. If the application for Membership is rejected, the amount paid shall be refunded to the applicant.

7.3 Annual subscriptions shall be paid in advance at the beginning of each calendar year, but no later than 31st March of each year. If a Member joins ADSS anytime within the calendar year, the annual subscription payable for that year shall be pro-rated.

7.4 A Member may, when eligible, apply to ADSS for a transfer to another category of Membership. The payment for such application shall be the difference in the annual subscriptions and must be made upon the submission of the application. If for whatever reason the application is rejected, the amount so paid shall be refunded to the Member.

7.5 Any additional fund required for special purposes may only be raised from Members with the consent of the general meeting of the Members.

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

SUPREME AUTHORITY AND GENERAL MEETINGS

8.1 The supreme authority of ADSS is vested in a General Meeting of the Members.

8.2 An Annual General Meeting shall be held within six (6) months from the close of its financial year.

8.3 At other times, an Extraordinary General Meeting must be called by the President on the request in writing of not less than 25% of the total voting Membership or thirty (30) voting Members, whichever is the lesser, and may be called at any time by order of the Executive Committee. The notice in writing shall be given to the Secretary setting forth the business that is to be transacted. The Extraordinary General Meeting shall be convened within two (2) months from receiving this request to convene the Extraordinary General Meeting.

8.4 If the Executive Committee does not within two (2) months after the date of the receipt of the written request proceed to convene an Extraordinary General Meeting, the Members who requested for the Extraordinary General Meeting shall convene the Extraordinary General Meeting by giving ten (10) days' notice to voting Members setting forth the business to be transacted and simultaneously posting the agenda on ADSS' notice board.

8.5 At least two (2) weeks' notice shall be given of an Annual General Meeting and at least ten (10) days' notice of an Extraordinary General Meeting. Notice of meeting stating the date, time and place of meeting shall be sent by the Secretary to all voting Members. The particulars of the agenda shall be posted on ADSS' notice board four (4) days in advance of the meeting.

8.6 Unless otherwise stated in this Constitution, voting by proxy shall not be allowed at all General Meetings.

8.7 The following points will be considered at the Annual General Meeting:

a) The previous financial year's accounts and annual report of the Executive Committee.

b) Where applicable, the election of office-bearers and appointment of Auditors for the following term.

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 one (1) week before the meeting is due to be held.

8.8 At least 25% of the total voting Membership or thirty (30) voting Members, whichever is the lesser, present at a General Meeting shall form a quorum. Proxies shall not be constituted as part of the quorum.

8.9 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 any part of the existing Constitution.

MANAGEMENT AND EXECUTIVE COMMITEE

9.1 The Management of ADSS shall be entrusted to an Executive Committee consisting of the following to be elected at alternate Annual General Meeting:

A President

A Vice-President

A Treasurer

A Secretary

Eight (8) Ordinary Executive Committee Members

All Executive Committee Members shall be Singapore Citizens or Singapore Permanent Residents.

9.2 All Office-Bearers are eligible for re-election for a consecutive term of office. The term of office of the Executive Committee is two (2) years.

9.3 The Executive Committee may invite the Past President to be an Honorary Past President for the duration of the Executive Committee's term of office. The Honorary Past President may be invited to attend Executive Committee meetings but shall not have any voting rights at Executive Committee meetings.

9.4 ADSS may invite government agencies who are directly involved in safety management to nominate a representative to serve on the Executive Committee as ex-officio with no voting rights. ADSS may increase the number of ex-officio invited to the Executive Committee as it deems necessary.

9.5 The Executive Committee of ADSS shall be elected from amongst voting Members by secret ballot at the Annual General Meeting of ADSS. In the event of a tie, the Chairman of the meeting shall have a casting vote.

9.6 No Member shall be nominated or agree to be nominated for election to the Executive Committee for more than one position at any one time. Every nominee is required to file his nomination in the prescribed Nomination Form. Each nomination shall be proposed by a voting Member and seconded by another voting Member of ADSS.

9.7 Nomination Forms, together with the nominee's consent to his nomination, shall be submitted to the Secretary, no less than seven (7) consecutive days before the scheduled date of the Annual General Meeting of ADSS.

9.8 An Executive Committee Meeting shall be held at least once every three (3) months after giving seven (7) days' notice to Executive Committee Members. The President may call an Executive Committee Meeting at any time by giving five (5) days' notice. Majority of the Executive Committee Members must be present for its proceedings to be valid.

9.9 Any member of the Executive Committee absenting himself from three (3) meetings consecutively without satisfactory explanations shall be deemed to have withdrawn from the Executive Committee and a successor may be co-opted by the Executive Committee to serve until the next Annual General Meeting. Any changes in the Executive Committee shall be notified to the Registrar of Societies within two (2) weeks of the change.

9.10 The duty of the Executive Committee is to organise and supervise the daily activities of ADSS. The Executive Committee may not act contrary to the expressed wishes of the General Meeting without prior reference to it and shall always remain subordinate to the General Meetings.

9.11 The Executive Committee has power to authorise the expenditure of a sum not exceeding $100,000 per month from ADSS's funds for ADSS's purposes.

9.12 In the event of any question or matter pertaining to day-to-day administration which is not expressly provided for in this Constitution, the Executive Committee shall have power to use their own discretion. The decision

of the Executive Committee shall be final unless it is reversed at a General Meeting of Members.

DUTIES OF OFFICE BEARERS

10.1 The President shall chair all General and Executive Committee meetings. He shall also represent ADSS in its dealings with outside persons.

10.2 The Vice-President shall assist the President in his duties and deputize for him in his absence.

10.3 The Secretary shall be responsible for:

a) Issuing proper notices of all Executive Committee, Annual General and Extraordinary General Meetings.

b) Keeping all records, except financial, and minutes of all Executive Committee, Annual General and Extraordinary General Meetings.

c) Maintaining an up-to-date Register of Members at all times.

d) Such other duties as may be assigned by the President or the Executive Committee.

10.4 The Treasurer shall be responsible for:

a) Keeping all funds, collecting and disbursing all monies on behalf of ADSS in accordance with the direction of the Executive Committee.

b) Keeping proper accounts of all monetary transactions and other financial records and be responsible for their correctness.

c) Maintaining and expending a petty cash float of S$1,000.00, or such sum as the Executive Committee may approve from time to time, for miscellaneous expenses to be reimbursed as and when required,

d) Depositing in the banks named by the Executive Committee all monies received by ADSS.

e) Signing cheques for withdrawal of monies. The cheques must be counter-signed by the President, Vice-President or the Secretary.

f) Preparing and presenting to the Annual General Meeting a duly audited Financial Statement for the preceding year ending 31st December.

g) Such other financial duties as may be assigned by the President or the Executive Committee.

10.5 Ordinary Executive Committee Members shall assist in the general administration of ADSS and perform duties assigned from time to time.

AUDIT AND FINANCIAL YEAR

11.1 A firm of Public Accountants and Chartered Accountants shall be appointed as Auditors at each Annual General Meeting for a term of one (1) year and shall be eligible for reappointment.

11.2 They:

a) Will be required to audit each year's accounts and present a report upon the Annual General Meeting.

b) May be required by the President to audit ADSS' accounts for any period within their tenure of office at any date and make a report to the Executive Committee.

11.3 The financial year shall be from 1st January to 31st December.

TRUSTEES

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

12.2 The trustees of ADSS shall:

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

b) Be elected by a General Meeting of Members.

c) Not affect any sales or mortgage of property without the prior approval of the General meeting of Members.

12.3 The office of the trustees shall be vacated:

a) If the trustee dies or becomes a lunatic or of unsound mind.

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

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

d) If he submits notice of resignation from his trusteeship.

12.4 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 notice

board in ADSS' premises at least two (2) weeks before the General Meeting at which the proposal is to be discussed.

VISITORS AND GUESTS

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

PROHIBITIONS

14.1 The funds of ADSS shall not be used to pay the fines of Members who have been convicted in a court of law.

14.2 ADSS shall not engage in any trade union activities as defined in any written law relating to trade unions for the time being in force in Singapore.

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

14.4 ADSS 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.

AMENDMENTS TO CONSTITUTION

15.1 ADSS shall not amend its Constitution without the prior approval in writing of the Registrar of Societies. No alteration or addition/deletion to this Constitution shall be passed except at a General Meeting and with the consent of two-thirds (2/3) of the voting Members present at the General Meeting.

INTERPRETATION

16.1 In the event of any question or matter arising out of any point which is not expressly provided for in this Constitution, the Executive Committee shall have the power to use its own discretion and any such decision thus made shall be valid unless otherwise rescinded at a General Meeting.

DISPUTES

17.1 In the event of any dispute arising amongst Members, they shall attempt to resolve the matter at an Extraordinary General Meeting in accordance with this Constitution. Should the Members fail to resolve the matter, they may bring the matter to a court of law for settlement.

DISSOLUTION

18.1 ADSS shall not be dissolved except with the consent of not less than three-fifths (3/5) of the total voting Members of ADSS for the time being resident in Singapore, expressed either in person, or by proxy at a General Meeting convened for the purpose.

18.2 In the event of ADSS being dissolved as provided above, all debts and liabilities legally incurred on behalf of ADSS shall be fully discharged, and the remaining funds will be disposed of in such manner as the General Meeting of Members may determine or donated to an approved charity or charities in Singapore.

18.3 A Certificate of Dissolution shall be given within seven (7) days of the dissolution to the Registrar of Societies.