

SINGAPORE TAEKWONDO FEDERATION (Recognised by the Singapore Sports Council & affiliated to the Singapore National Olympic Council)

27 May 2022

Interim Management Committee Board Members Affiliate Members

<u>1st NOTICE OF SINGAPORE TAEKWONDO FEDERATION ("STF")</u> EXTRAORDINARY GENERAL MEETING 2022

Notice is hereby given that the Extraordinary General Meeting ("EGM') of the Singapore Taekwondo Federation will be held by electronic means on Saturday, 11 June 2022 at 1400hrs. Please refer to the Notice of Extraordinary General Meeting 2022 for the agenda.

2. In light of the COVID-19 situation and pursuant to the relevant order under the COVID-19 (Temporary Measures) (Alternative Arrangements for meetings for registered societies) Order 2020 (as mandated by the Minister of Law), the following key arrangements will be adopted for the EGM:

- 2.1 A member will not be able to attend the Extraordinary General Meeting in person. A member may only attend the EGM by observing and listening to the proceedings of the meeting by electronic means. Members will be required to comply with procedures in Annex A.
- 2.2 Each Ordinary Member (also referred to as "Voting Member") may only vote by appointing the Chairman of the meeting as the member's proxy to vote at the meeting (Annex C). The current Acting President of the STF will preside as the Chairman under clause 24.1 of the STF Constitution.
- 2.3 Each Member may appoint in writing an authorised delegate to attend the Extraordinary General Meeting on his behalf by Electronic Means (Annex B).

3. Kindly submit the following via email to <u>stkdf.agm@gmail.com</u> (with the subject title "**STF EGM 2022**") by **1800hrs, Friday, 3 June 2022** <u>mailto:</u>:

- 3.1 **Delegate Registration Form (Annex B)** For Affiliate Member or their authorised delegate to attend the EGM. The completed form to be submitted via email to <u>stkdf.agm@gmail.com</u>
- 4. The Video Conferencing link to the EGM is as follows:

https://us02web.zoom.us/j/83219245433?pwd=R3dQR01yV3JrQ1ljSFVsN0RITzRVdz09

Meeting ID: 832 1924 5433 Passcode: 067498

5. Please refer to **Annex D** that explains the steps to be taken and the timeline.

Yours sincerely

Lai Han Seng Secretary General

Attached are:

- -
- Agenda for the EGM by Electronic Means Annex A Procedures during the Electronic EOGM -
- Annex B Delegate Registration Form Annex C Proxy Voting Form Annex D Timeline _
- -
- _

27 May 2022

Advisers Board Members Affiliate Members

NOTICE OF EXTRAORDINARY GENERAL MEETING 2022

Notice is hereby given that the Extraordinary General Meeting of the Singapore Taekwondo Federation will be held on Saturday, 11 June 2022 at 1400hrs via electronic means.

<u>Agenda</u>

1. Matters for Approval:

Resolution 1 - To receive and adopt the revised Annual Report for Financial Year ended 31 March 2021

Resolution 2 - To adopt proposed changes to the STF Constitution

Yours sincerely

Lai Hah Seng Secretary General

Procedures for the Singapore Taekwondo Federation EGM on 11 June 2022

Mee	ting Security procedures during eEGM
1	Only one representative from each affiliate will be authorised to attend
2	A check will be conducted to verify and ascertain identity of affiliate before admitting into meeting
3	Attendees will be required to change their profile name to reflect the Affiliates name
4	Board Members to change profile name to Board - name (e.g. Board- David Koh)
5	No recordings or unauthorised attendees Agenda items discussed/presented at the EOGM are CONFIDENTIAL AND NOT TO BE RECORDED, FORWARDED, DISTRIBUTED OR PRINTED IN ANY FORM OR MANNER & NOT FOR PUBLIC CONSUMPTION
6	Everyone to be on video mode showing the full face clearly visible for everyone to see
7	Please ensure proper lighting in front of you
8	Set microphones to mute unless engaging in query
9	Channel all queries/questions via chat and address to 'Everyone'
10	Anyone not complying with the instructions will be removed from the AGM as we will not take the risk of any breach of confidentiality
11	Should there be a need for a clear consensus on a proposed article to be accepted, voting will be done via ZOOM function

EG	M proceedings	Action By	Time
1	Welcome and commencement of EGM	Acting President	1400hrs
2	Presentation of Resolution 1 To receive and adopt the revised Annual Report for Financial Year ended 31 March 2021	Sec-Gen	1405hrs
3	Presentation of Resolution 2 To adopt proposed changes to the STF Constitution	Sec-Gen	1410hrs
4	Any other Matters	Sec-Gen	1445hrs
5	Closing	Acting President	1450hrs

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SINGAPORE TAEKWONDO FEDERATION

EXTRAORDINARY GENERAL MEETING 2022 BY ELECTRONIC MEANS 11th June 2022 (Saturday), 1400hrs

DELEGATE REGISTRATION FORM

Name of Affiliate:

According to STF Constitution clause 15.2, members or his authorised delegate shall be entitled to attend and vote at General Meetings and for election of Board Members.

Affiliates can nominate an authorised delegate if he/she is not able to attend the EGM by filling the table below:

S/N	Name	Email	Handphone No	NRIC (Last 3 digits + last Alphabet)
1				

Signature/Stamp	_
Name	:
Designation in Affiliate	:

*Please return the completed form (with the subject title – "STF EGM 2022") via email to stkdf.agm@gmail.com by 1800hrs, on Friday, 3 June 2022

Annex B

Date

35 Joo Chiat Place, Singapore 427759 Tel: +65 6345 1491 Email: stkdf@mail.com Website: www.stf.sg

EXTRAORDINARY GENERAL MEETING 2022

(by electronic means)

PRIVATE AND CONFIDENTIAL <u>Proxy Voting Form</u> (emailed to members by 27 May 2022)

I, ______) of ________ [name of member] (*NRIC/ FIN/ UEN No.______) of __________) of _________

being a Full Member of Singapore Taekwondo Federation ("the society") hereby appoint the Chairperson of the meeting, as my proxy to attend, speak and vote for me and on my behalf, at the Extraordinary General Meeting by electronic means of the Singapore Taekwondo Federation, to be held at 35 Joo Chiat Place, Singapore 427759 on 11 June 2022 at 1400hrs and at any adjournment thereof in the following manner:

No.	Business to	be transacted								
	Special Business									
1	To receive and adopt the revised Annual Report for Financial Year ended 31 March 2021									
2	Proposed changes to the STF Constitution									
	Current article No.	Existing article	New article no.	Proposed article	Rationale for amendment	For	Against	Abstain		
2.1	NA	<u>New</u>	6.1.7	STF shall be inclusive and shall integrate into STF's activities any adaptive form of Taekwondo for people with disabilities that has been approved by World Taekwondo or the International Paralympics Committee.	Provides for the inclusion of para version of the sport under the NSA's purview. Clause has been included as Clause 6.1.7. Existing clause 6.1.7 will be amended to 6.1.8					
2.2	6.1.7		6.1.8	Do all things complementary or incidental to attain the aforesaid objects in Articles 6.1.1 to 6.1.7.	Consequential changes due to addition of clause 6.1.7					

Annex C

2.3	8.7	Full Members shall be approved by a special resolution with the consent of at least two-thirds (2/3) of the voting members present at an AGM, and shall be eligible to vote immediately thereafter at the AGM.	8.7	Full Members shall be approved by a special resolution at an AGM and may only exercise their voting rights at subsequent General Meetings.			
2.4	8.8	Existing voting members prior to the adoption of this constitution shall have eighteen (18) months, from the date STF's adoption of this constitution is approved by ROS, to fully meet the requirements in Articles 8.1 to 8.5 above.	8.8	Full Members may only be removed as a member of STF by a special resolution with the consent of at least two-thirds (2/3) of the voting members present at an AGM unless for the reason stated in Article 11.3.	Deletion of current clause 8.8 as it is redundant since it has been more than 18 months since STF has adopted the constitution. Clause 8.9 will now be 8.8		
2.5	9.2	Associate Members shall have no voting rights.	9.2	Associate Members shall have no voting rights at STF's General Meetings.	To include AGM & EGM		
2.6		New	12.8	ANNUAL GENERAL MEETING 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.	Provides for AGMs and EGMs to be conducted electronically if required.		
2.7	14.1	The names of the authorised delegates of Full Members and the authorised representatives of Associate Members shall be	14.1	The names of the authorised delegates of Full Members and the authorised representatives of Associate Members who will be	3 days instead of 2 days.		

		notified to the Secretary General at least two (2) days before the date specified for the General Meeting.		attending the General Meeting shall be notified to the Secretary General at least three (3) days before the date specified for the General Meeting.			
2.8	14.2	Only authorised delegates, authorised representatives and incumbent Board Members shall be eligible to attend General Meetings.	14.2	All members of STF's shall be eligible to attend General Meetings. Each Full Member is entitled to have one (1) authorised delegate to attend a General Meeting and to speak and vote on its behalf at such meetings. Each Associate Member is entitled to have one (1) authorised representative to attend a General Meeting.	Spells out the delegates, representatives and invitees who can attend and participate in General Meetings.		
2.9		New	15.5	VOTING AT GENERAL MEETINGS	Spells out the conditions for voting at General Meetings		
				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.	and provides for electronic voting where meetings are held electronically.		
2.10	16.2	The Board shall have a total of thirteen (13) members, and shall comprise of nine (9) elected board members, an Athlete Commission Chairman, and three (3) appointed board members.	16.2	The Board shall have a total of up to fifteen (15) members, and shall comprise of nine (9) elected board members, an Athlete Commission Chairman, and between three (3) to five (5) appointed board members.	Amended to 3 to 5 appointed board members instead of 3.		
2.11	16.3	More than two-thirds (2/3) of the Board shall be comprised of Singapore citizens.	16.3	More than half of the Board shall be comprised of Singapore citizens.	Half instead of two-thirds		
2.12	17.8	The election shall be conducted by an independent member of the Board.	17.8	The election shall be conducted by the STF Secretariat and preferably supervised by an independent member of the Board.	For clarity on procedures		

2.13	17.10	Any tie in votes that affects the outcome of the election shall be decided by a subsequent round(s) of voting until the tie is resolved.	17.10	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 two (2) candidates, the candidate with the lowest number of votes shall be eliminated after each round.	For clarity on procedures	
2.14	17.11	Where the tie in votes involves more than two (2) candidates, the candidate(s) with the lower vote(s) in the subsequent round(s) of voting shall be eliminated before the next round of voting for the remaining candidates with the highest and equal number of votes.	17.11	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.	For clarity on procedures	
2.15	19.2	Board members shall not be undischarged bankrupts or have criminal convictions.	19.2	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).	Spells out the eligibility criteria for Board Members.	
2.16	20.2	Elected Board Members shall act in the best interest of STF, and not as a representative and in the interest of the Affiliate member they belong to.	20.2	Elected Board Members shall act in the best interest of STF and not do anything to bring the STF into disrepute.	Spells out the criteria and expectations for Elected Board Members and provides for the replacement for any vacancy to be appointed by the Board.	
2.17		New	20.4	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	Spells out the criteria and expectations for Elected Board Members and provides for the replacement for any	

				becoming vacant, in order to elect the replacements for the remaining period of office.	vacancy to be appointed by the Board.		
2.18	21.1	Following a Board election, the Elected Board Members shall appoint three (3) other Board members to ensure an appropriate balance and diversity of skills, experience and gender within the Board.	21.1	The Elected Board Members will appoint between three (3) to five (5) other Board members to ensure an appropriate balance and diversity of skills, experience, ethnicity and gender within the Board.	Inclusion of ethnicity. From 3 to 5 Board members		
2.19	21.3	Appointed Board Members shall be independent members who are not registered members of the affiliates and who do not have any vested interest in the affairs or business of STF.	21.3	The majority of the Appointed Board Members shall be independent members who do not have any association with the affiliates, including as members or otherwise, and who do not have any vested interest in the affairs or business of STF.	Majority instead of all.		
2.20	23.1.11	Raise funds for STF and approve expenditure from the funds and / or reserves of STF for STF's activities, subject to a maximum of \$500,000 per financial year.	23.1.11	Raise funds for STF and approve any expenditure from the funds and / or reserves of STF for STF's activities, subject to clause 23.1.12	Spells out the Board role and powers based on stakeholders' expectations of contemporary NSA Boards.		
2.21		New	23.1.12	Decisions that involve the acquisition and disposal of immovable properties or assets, and expenditures above \$0.25M - excluding the utilisation of grants, donations and sponsorships meant for specified purposes - should be approved at a General Meeting by a special resolution.	Clearly spell out the maximum expenditure amount that the Board may approve without any ambiguity.		
2.22	25.4	Voting at Board meetings shall be by show of hands unless the meeting decides otherwise by a majority vote for a secret	25.4	Voting at Board meetings shall be by show of hands unless the meeting decides otherwise by a majority vote for a secret ballot. All Elected Board	Only Appointed Board Members who qualify as independent members shall		

		ballot. Each Board member shall have one (1) vote.		Members and Appointed Board Members who qualify as independent members shall have one (1) vote each.	have voting rights at Board meetings.		
2.23	30.5	The CEO shall attend all STF meetings including General Meetings, Board Meetings and Sub-Committee 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.	30.5	The CEO shall attend all STF 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.	Provides for the Board to appoint a chief executive and specifies the powers and role of the CEO.		
2.24	31.1	A firm of Public Accountants and Chartered Accountants shall be appointed as auditors at each AGM for the next two (2) financial years and shall be eligible for reappointment.	31.1	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.	Change 2 years to 1 year		
2.25	31.2	The auditor shall be changed at least once every four (4) years, whether to another auditor from the same auditing firm or company or to another auditor from a different auditing firm or company.	31.2	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.	Change 4 years to 5 years		
2.26	34.1	STF shall recognise the right of all its athletes to participate in clean sport and is committed to ensuring the sport is doping- free	34.1	STF 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.	Spells out NSA's commitment in ensuring that competitions are free from doping and manipulation.		
2.27	34.2	All affiliates, members, athletes, participants, staff and other individuals, who are subject to the jurisdiction of STF are bound by and agree to	34.2	All affiliates, members, athletes, participants, staff and other individuals, who are subject to the jurisdiction of STF are bound by and agree to abide by all World Anti-	In compliance with the Olympic Movement Code on the Prevention of		

		abide by all World Anti-Doping Code-compliant anti-doping rules applicable to the sport.		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.	Manipulation of Competitions.	
2.28		<u>New</u> *to replace existing Clause 39 and change numbering of all subsequent clauses	39 39.1	SAFE SPORT STF shall be committed to ensuring the safety and wellbeing of Taekwondo athletes and practitioners in Singapore and shall take all necessary measures to protect them from all forms of harassment and abuse.	Spells out NSA's commitment in ensuring a safe sport environment.	
2.29		New	39.2	All affiliates, members, athletes, participants, staff and other individuals, who are subject to the jurisdiction of STF 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.	Spells out NSA's commitment in ensuring a safe sport environment.	
2.30	42.1	In the event that STF ceases to be a registered charity under the Charities Act, all debts and liabilities legally incurred on behalf of STF shall be fully discharged, and the remaining funds will be donated to charitable organization(s) with similar objectives in Singapore which is (are) registered under the Charities Act as the members of STF may determine at the General Meeting, unless otherwise allowed by the Commissioner of Charities.	43.1	In the event that STF ceases to be a registered charity under the Charities Act, all debts, liabilities legally incurred on behalf of STF shall be fully discharged, and the remaining funds will be donated to charitable organization(s), or Institution(s) of a Public Character, when STF 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 STF may determine at the General Meeting.	Add in Institution(s) of a Public Character.	

2.31	45.1	The decision of the Board shall be final in all matters not provided for in this Constitution unless it is reversed at a General Meeting of members.	46.1	In all matters not provided for in this Constitution or doubts on the proper interpretation of the Articles in this Constitution, the decision of the Board shall be final unless it is reversed at a General Meeting of members.	Rephrase to include doubts on the proper interpretation of the Articles		
2.32	39-39.4 40-40.1 41-41.6 43-43.3 44-44.3	<u>New</u>	40-40.4 41-41.1 42.42.6 44-44.3 45-45.3		Re-numbering of clauses due to additions/ deletions		

* delete as appropriate

Important Notes:

- Please tick with " $\sqrt{}$ " within the relevant box for each matter that will be transacted at the Extraordinary General Meeting by electronic means.
- The STF shall be entitled to reject the proxy voting form if it is incomplete, improperly completed or illegible or where the true intentions of the appointer are not ascertainable from the instructions of the appointer specified in the proxy voting form.
- The completed Proxy Voting Form must be deposited at the office of the Charity at 35 Joo Chiat Place, Singapore 427759 or emailed to stkdf.agm@gmail.com by Wednesday, 8 June 2022, 1800hrs.
- The proxy form must be under the hand of the Member or of his attorney duly authorised in writing. Where the proxy voting form is executed by a corporation, it must be executed either under its seal or under the hand of an officer or attorney duly authorised.

Dated this _____day of _____2022.

Name of Affiliate:

Name and Signature of member:

Annex D

Date	Action
19 Oct 2021	Board discussed and agreed to table proposed amendments at EGM
2 Nov 2021	Proposed amendments discussed between STF and the Singapore Sport Institute
15 Nov 2021	Proposed amendments shared with the Board for inputs and comments
23 Nov 2021	Proposed amendments discussed at the STF Board Meeting
21 Dec 2021	Proposed amendments approved by the STF Board
19 Jan 2022	Submit final amendments to SportSG for vetting and endorsement
31 Jan 2022	Submit amendments to Sector Administrator, MCCY for approval
28 Feb 2022	Send invitation for townhall session
5 Mar 2022	To conduct townhall session to explain and discuss rationale for resolutions
27 May 2022	Send Notice of EGM to affiliates, Delegate Registration Form (Annex B) and Proxy Voting Form (Annex C)
3 June 2022	Affiliates to submit the Delegate Registration Form (Annex B)
8 June 2022	Dateline for submission of completed Proxy Voting Form (Annex C) by 1800hrs
11 June 2022	STF EGM