

CONSTITUTION OF THE BRITISH ASSOCIATION OF SINGAPORE
March 2021 Revision, Approved at 20 May 2021 AGM

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CONSTITUTION OF THE BRITISH ASSOCIATION OF SINGAPORE

SECTION 1 - NAME

1.1 This Society shall be known as the “British Association of Singapore”, hereinafter referred to as the “Association”.

SECTION 2 - PLACE OF BUSINESS

2.1 Its place of business shall be at 15 Scotts Road 08-04 Thong Teck Building Singapore 228218 or such other address as may subsequently be decided upon by the Council and approved by the Registrar of Societies. The Association shall carry out its activities only in places and premises which have the prior written approval from the relevant authorities, where necessary.

SECTION 3 - OBJECTS

3.1 Its objects are:

- a) To promote, arrange and manage meetings and social and recreational activities for members, to be attended by members and by non-members where appropriate.
- b) To provide members with information on the meetings and social and recreational activities arranged by the Association and on other matters of interest to members.
- c) To promote and represent the interests of members.
- d) To undertake charitable work in the name of the Association.

3.2 In furtherance of the above objects, the Association may affiliate with or enter into an agreement with any society or organisation in Singapore having similar aims and objects.

SECTION 4 - MEMBERSHIP QUALIFICATION AND RIGHTS

- 4.1 Ordinary Membership is open to
- a) Any person of any nationality who is resident in Singapore and has an interest in promoting the objects of the Association.
- 4.2 Associate Membership is open to individuals serving as nominated
Representatives of Corporate Members.
- 4.3 Corporate Membership is open to:
- a) any organisation in Singapore conducting a commercial or industrial enterprise with an interest in promoting the objects of the Association.
 - b) Any registered society in Singapore with an interest in promoting the objects of the Association.
- 4.4 All Corporate Members of the Association will be granted at least one Associate Membership of the Association to be given to a named member or representative of their organisation.
- 4.5 Honorary Membership is open to any person who has given exceptional service to the Association, upon election by Council.
- 4.6 Only Ordinary Members who are above 18 years of age shall have:
- a) The right to vote and hold office in the Association.
 - b) Any interest in the funds or debts of the Association.

SECTION 5 - APPLICATION FOR MEMBERSHIP

- 5.1 A person wishing to join the Association as an Ordinary Member should submit the application form on the website.
- 5.2 A person wishing to join the Association as an Associate Member should submit their particulars to the Membership Secretary on a prescribed form alongside those of the organisation that is applying to be a Corporate Member.
- 5.3 Any Associate Member may become an Ordinary Member by application through the website and payment of the subscription fee.

5.4 An organisation wishing to join the Association as a Corporate Member should submit their particulars to the Membership Secretary on a prescribed form and nominate at least one member of their organisation to join the Association as an Associate Member.

5.5 The Council will decide on all applications for membership.

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

5.7 It is the responsibility of each member to notify the Membership Secretary of any changes to their contact details.

5.8 Resignation of any membership must be made in writing to the Membership Secretary.

5.9 If any member fails to pay their subscription within one month of the due date, the Council may cause their name to be deleted from the list of members but they shall be eligible for re-election if Council sees fit, on payment of past dues.

5.10 If any member ceases to satisfy the criteria of membership, Council may request the resignation of the member. If the member does not resign within one month of the issue of notice, Council may resolve that they shall cease to be a member.

SECTION 6 - SUBSCRIPTIONS

6.1 The maximum chargeable Annual Subscription fee shall be determined by the General Meeting on recommendation from the Council from time to time.

6.2 Council shall determine and may change the subscriptions to be paid by members, up to the maximum amount determined under 6.1.

6.3 Annual Subscriptions are payable in in the month that the membership began or is due for renewal, in default of which membership may be cancelled by order of the Council.

6.4 In the situation where a member delays the renewal their membership and/or paying their subscription by up to six months, the renewal month shall remain the month the renewal originally became due, and the subscription fee shall be calculated and paid accordingly.

6.5 Where a member resigns, is expelled or removed from the Association, there is no entitlement to any full or partial refund of subscriptions already paid.

6.6 The Council may where it thinks fit waive the payment of the whole or part of the subscription payable by any member or accept payment in instalments.

6.7 Any additional funds required for special purposes may only be raised from members with the consent of the general meeting of the members

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

SECTION 7 - SUPREME AUTHORITY AND GENERAL MEETINGS

7.1 The supreme authority of the Association is vested in a General Meeting of the members.

7.2 An Annual General Meeting shall be held within 3 months from the close of its financial year.

7.3 At other times, an Extraordinary General Meeting

a) may be called at any time by the Council of the Association

b) must be called by the Chair on the request in writing of not less than 25% of the total voting membership or thirty (30) voting members, whichever is the lesser

7.4 In the case of Extraordinary General Meetings called in accordance with 7.3 (b), 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.

7.5 If the Council does not within two (2) months after the date of the receipt of the written request under 7.3 (b) 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 the Association's website. The Honorary Secretary and/or Membership Secretary shall provide the appropriate member contact details to allow this meeting to be convened.

7.6 At least four (4) weeks' notice shall be given of an Annual General Meeting and at least two (2) weeks' notice of an Extraordinary General Meeting. Notice of meeting stating the date, time and place of meeting and in broad terms the business to be transacted shall be sent by the Secretary to all voting members. The particulars of the agenda shall be posted on the Association's website seven (7) days in advance of the meeting.

7.7 Any notice of an Annual General Meeting or an Extraordinary General Meeting will be taken as served to a member on the day after posting or immediately upon sending of an email to the postal or email address the member has registered with the Association.

7.8 Unless otherwise stated in this Constitution, voting by proxy shall be allowed at all General Meetings.

7.9 AGMs may be held electronically with the statutory notice.

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

- a) The previous financial year's accounts and annual report of the Committee.
- b) The election of office -bearers and Auditors for the following term.

Any member who wishes to place an item on the agenda of a General Meeting may do so provided they give notice to the Secretary ten (10) days before the meeting is due to be held.

7.11 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 be constituted as part of the quorum.

7.12 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.

7.13 General meetings shall be chaired by the Chairperson of the Association. In the event that the Chairperson is not present within 15 minutes of the commencement time of the General Meeting, the Council members in attendance may elect one of their members to act as a Chairperson for that meeting.

7.14 Votes will be by show of hands unless a ballot has been requested by not less than 5 members. In the event of a tie, the Chairperson of the meeting shall have a casting vote.

7.15 Votes may be cast by proxy or electronically

SECTION 8 - MANAGEMENT AND COMMITTEE

8.1 The administration of the Association shall be entrusted to a Council consisting of the following to be elected at each Annual General Meeting:

A Chairperson

A Secretary

A Treasurer

8.2 Up to 7 Ordinary Council Members may also be elected at each Annual General Meeting to serve on the Council.

8.3 Nomination of Association members for the above offices must be made in writing to the Secretary, using a prescribed form, at least 7 days before the Annual General Meeting. Each nomination must be accepted by 2 ordinary members.

8.4 Names for the above required offices and up to 7 Ordinary Council Member posts shall be proposed and seconded at the Annual General Meeting and election will follow on a simple majority vote of the members.

8.5 The term of office of the Council is one year. The Treasurer may not be re-elected to the same or related post for more than two consecutive terms of office. The Chairperson may not be re-elected to the same or related post for more than two consecutive terms of office. A member who has served in one of these posts who wishes to be re-elected to the same or related post cannot stand again until a minimum of one term of office has passed.

8.6 Election will be either by show of hands or by proxy or electronic voting. In the event of a tie, a re-vote shall be taken and if it still results in a tie, a lot shall be drawn to determine who shall be the successful candidate unless the contesting candidate(s) withdrew in favour of one of themselves.

8.7 Council may co-opt up to six Co-opted Members to Council. Co-opted Council Members shall not form more than one third of Council membership. Co-opted Council Members shall not have any voting rights. Co-opted Council Members shall serve on Council until the next Annual General Meeting or until removed by Council.

8.8 A Council Meeting shall be held at least once every month after giving seven (7) days' notice to Council Members. The Chairperson may call a Council Meeting at any time by giving five (5) days' notice.

8.9 In order for the proceedings of Council to be valid, a majority of Council Members with voting rights must be present.

8.10 Any member of the Council absenting themselves from three (3) meetings consecutively without satisfactory explanations shall be deemed to have withdrawn from the Council and a successor may be appointed by the Council to serve until the next Annual General Meeting.

8.11 Council may by a two-thirds majority vote, remove a member of Council.

8.12 Council may, by majority vote, appoint up to 2 Ordinary Members to replace Council Members or named office holders who have resigned, withdrawn or been removed from Council or for any other cause have ceased to be a Council member. These replacement Ordinary Members will have voting rights and shall serve on Council until the next Annual General Meeting. Any changes in the Council shall be notified to the Registrar of Societies within two (2) weeks of the change.

8.13 The duty of the Council is to organise and supervise the daily activities of the Association. The Council 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.

8.14 Funds of the Association shall be vested in and under the control of the Council. Any substantial expenditure from Association funds must be agreed by at least a two thirds majority of Council.

SECTION 9 - DUTIES OF OFFICE-BEARERS

9.1 The Chairperson shall chair all General and Council meetings. They shall also represent the Association in its dealings with outside persons.

9.2 All principal officers shall assist the Chairperson and deputise for them in their absence.

9.3 The Secretary shall keep all records, except financial, of the Association and shall be responsible for their correctness. They will keep minutes of all General and Council meetings. Together with the Membership Secretary, they shall always maintain an up-to-date Register of Members.

9.4 The Treasurer, Chair and other Council member who is a bank signatory shall keep all funds and collect and disburse all moneys on behalf of the Association and shall keep an account of all monetary transactions and shall be responsible for their correctness. They are authorised to expend up to \$500.00 per month for petty expenses on behalf of the Association. They will not keep more than \$1000.00 in the form of cash and money in excess of this will be deposited in a bank to be named by the Council. Cheques, etc. for withdrawals from the bank will be signed by the Treasurer and one other council member bank signatory.

9.5 The Membership Secretary or Secretary shall manage and process applications for membership, resignations and renewals. They shall always maintain an up-to-date Register of Members.

9.6 Ordinary Council Members shall assist in the general administration of the Association and perform duties assigned by the Council from time to time.

SECTION 10- AUDIT AND FINANCIAL YEAR

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

10.2 They:

- a) Will be required to audit each year's accounts and present a report upon them to the Annual General Meeting.
- b) May be required by the Chairperson to audit the Association's accounts for any period within their tenure of office at any date and make a report to the Council.

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

SECTION 11- PROHIBITIONS

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

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

11.3 The Association 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.

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

11.5 The Association shall not hold any lottery, whether confined to its members or not, in the name of the Association or its office bearers-, Council or members unless with the prior approval of the relevant authorities.

11.6 The Association 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.

SECTION 12 - AMENDMENTS TO CONSTITUTION

12.1 The Association 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.

SECTION 13 - INTERPRETATION

13.1 In the event of any question or matter pertaining to day-to-day administration which is not expressly provided for in this Constitution, the Council shall have power to use their own discretion. The decision of the Council shall be final unless it is reversed at a General Meeting of members.

SECTION 14 - DISPUTES

14.1 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.

SECTION 15 - DISSOLUTION

15.1 The Association shall not be dissolved, except with the consent of not less than three-fifths ($\frac{3}{5}$) of the total voting membership of the Association being resident in Singapore, voting either in person, electronically or by proxy, at a General Meeting convened for the purpose.

15.2 In the event of the Association being dissolved as provided above, all debts and liabilities legally incurred on behalf of the Association shall be fully discharged, and the remaining funds will be donated to an approved charity or charities in Singapore.

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

SECTION -16 SCHEDULES

SCHEDULE 1

Membership Subscriptions

DEFINITION OF MEMBER	MAXIMUM ANNUAL SUBSCRIPTION
ORDINARY MEMBER: HUSBAND, WIFE/PARTNER AND ALL FAMILY MEMBERS UNDER THE AGE OF 18	\$300.00
ORDINARY MEMBER: SINGLE	\$200.00
CORPORATE MEMBER: (NAMED ASSOCIATE MEMBER)	\$2000.00
HONORARY MEMBER	No Subscription

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