



## **BASIS OF CONSTITUTION**

**Updated 2020**

The Society has been formed in order that there may be in Singapore a regularly constituted body of Scots under whose auspices and control, St. Andrew's Day, the birthday of Robert Burns and any other Scottish celebrations may be observed and celebrated, and who may take cognizance of, discuss and take steps in regard to any matters which possess a Scottish and local interest by donations to any charity, scheme or fund of Scottish or local origin and may relieve distressed and deserving Scots, insofar as considered desirable and the Society's funds permit.

## **RULES**

### **1. NAME**

The name of the Society shall be the SINGAPORE ST. ANDREW'S SOCIETY

### **2. COMMITTEE**

The management of the society shall be vested in a Committee composed of the Chieftain, Vice Chieftain, Honorary Secretary, Membership Secretary, Honorary Treasurer & no fewer than four other members who shall be elected at each annual General Meeting of members.

### **3. MEMBERSHIP**

#### **a) Ordinary Members**

Ordinary membership of the Society shall be confined to Scots who are in the opinion of the Committee, suitable for membership of the Society. For the purposes of these Rules a Scot shall be a person who is of predominantly Scottish descent.

#### **b) Associate Members**

Persons who wish to become members of the Society but who do not qualify for Ordinary Membership may apply for Associate Membership. Subject to

these Rules, Associate Members may participate in all Society activities.

**c) Life Members**

Ordinary Members may apply for Life Membership to the Society. Members wishing to apply for Life Membership must meet the following criteria:

- i. Have made significant contributions to the Society
- ii. Have served upon the Committee for at least 3 years
- iii. Are no longer resident of Singapore.

Life Membership applies only to an individual and not a family. The Committee will review Life Membership applications and once duly proposed and seconded, the applicant will be granted Life Membership upon payment of fees.

**d) Honorary Life Members**

Prior nominations for Honorary Life Membership will be duly proposed, seconded and accepted at Annual General Meetings prior to conferment.

Each candidate for Ordinary and for Associate membership shall on application, and on the anniversary of their joining date each year, pay a subscription of an amount previously determined by members in General Meeting.

The fees for Life Membership shall be 3 x annual membership fees of the year of application.

Honorary Life Members shall not be called upon for a subscription.

**4. MEETINGS**

**a. Annual General Meeting**

The Annual General Meeting of the Members of the Society shall be held within 3 months of 31st March at which the annual statement of the Honorary Treasurer's account for the year ending on 31st March shall be submitted; the office-bearers and members of the Committee for the ensuing year shall be elected; and the question of celebrating St. Andrew's Day shall be decided upon. At this meeting it shall be competent to discuss matters relating to the business of the Society, provided three days' notice of the matter to be submitted shall have been given to the Honorary Secretary in writing.

**b. Special General Meeting**

The Committee may convene a Special General Meeting of the Members at any time for the transaction of business duly specified in the notice calling the meeting, and no other; and the Honorary Secretary shall convene a Special General Meeting of the Members on receiving a requisition to do so, signed

by at least twelve Ordinary, Life or Honorary Life Members of the Society, stating the subject to be submitted for consideration.

### **Quorum for General Meetings**

The quorum for General Meetings shall be not less than 10% of the Members eligible to vote. If within half an hour from the time appointed for the holding of a General Meeting a quorum is not present, the meeting shall stand adjourned to the same day two weeks later at the same time and place. If at such adjourned meeting, a quorum is not present within half an hour from the time appointed for holding the meeting, the Members present shall be a quorum.

### **Notice of General Meetings**

Subject to Rules 11 and 12, every General Meeting of Members shall be convened by a notice to the Members resident in Singapore by post or delivered by Hand, or email (if the number has agreed to that mode of delivery on the membership renewal or application form) at least one week before the date of the meeting. Non-receipt of notice by a Member shall not invalidate the meeting.

## **5. VOTING**

Each Member, with the exception of:

- a. Ordinary Members whose subscriptions are in arrears;
- b. Associate Members

shall be entitled to one (1) vote at General Meetings of the Society.

At all meetings of the Society, except as provided in Rules 11 and 12, questions shall be decided by the majority of Members present and in the event of an equal decision the Chieftain or Chairperson shall have a casting vote.

## **6. REMOVAL FROM REGISTER OF MEMBERS**

The Committee shall have power to delete from the register of Members of the Society the name of a Member:-

- a. who in the opinion of the Committee has conducted themselves in a manner which is unbecoming as a Member of the Society; provided that such Member shall have the right, within 14 days of the Committee's notice to them of its decision, to request the Honorary Secretary to convene, and the Honorary Secretary thereupon shall convene, a Special General Meeting and if a majority of not less than two-thirds of those members present at such meeting consider that the offender's conduct has been such as to warrant their expulsion, their name shall be deleted from the register of members of the Society; and provided further that the Member's expulsion shall not be effective until the expiry of the said 14 days or, when relevant, until ratified by the Society in General Meeting; or

- b. whose subscription remains unpaid provided that any Member whose name has been so removed may at any time at the discretion of the Committee be reinstated on payment of arrears.

## **7. CHARITABLE FUNDS & EXPENDITURE AUTHORISATION**

The administration of any charitable funds of the Society shall be left to the discretion of the Chieftain, the Vice Chieftain, the Honorary Secretary, and Honorary Treasurer. If any of these officers is not available, the discretion shall apply to a majority of their number.

Any expenditure to be incurred in connection with matters possessing a Scottish or local interest shall be authorised by the Committee.

### **Bank Account**

The banking account of the Society shall be operated on the signatures of the Treasurer and the Chieftain or Vice Chieftain or one member of the Committee. Accumulated funds may be invested as directed by the Committee.

### **Auditors**

A Member, or a firm, duly qualified and permitted by law to accept appointment shall be elected and engaged as Auditor, or Auditors as the case may be at each Annual General Meeting; provided that such Auditor(s) shall not, or that no partner in such firm shall be an elected member of the Committee.

## **8. PATRONS**

The members in General Meeting may appoint Scots to be Patrons of the Society

## **9. PLACE OF BUSINESS**

The Society's registered address shall be C/- The British Club, 73 Bukit Tinggi Rd, Singapore 289761 or such other place as may be officially notified to the Registrar of Societies by the Committee as being its registered address.

## **10. POLITICAL ACTIVITIES PRECLUDED**

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

## **11. ALTERATION OF RULES**

No alteration shall be made in the Rules of the Society unless with the consent of two-thirds of the Members present at any General Meeting. Not less than one week's notice of such meeting shall be given and details of the proposed alterations shall be conveyed to members prior to the meeting.

No alteration or additions to the Rules of the Society approved as aforesaid shall come into force without the prior sanction of the Registrar of Societies.

## **12. DISSOLUTION**

The Society shall not be dissolved except with the consent of not less than three-fifths of the Ordinary and Life members of the Society at a Special General Meeting convened for the purpose and of which not less than two-weeks' notice shall be given to Members. This consent or otherwise may be expressed either in person or by proxy and the notice calling the meeting shall specify that these alternative voting procedures are available.

- a. In the event of the Society being dissolved as provided above, all debts and liabilities legally incurred on behalf of the Society shall be fully discharged, and the remaining funds will be divided equally amongst the Members.
- b. Notice of dissolution shall be given within 7 days of the dissolution to the Registrar of Societies.