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# CONSTITUTION

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**NUSS**  
The Graduate Club



## **CONSTITUTION**

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# THE NATIONAL UNIVERSITY OF SINGAPORE SOCIETY

## CONSTITUTION

### 1. NAME

- (1) The name of the Society shall be the “National University of Singapore Society”.
- (2) The registered office of the Society shall be at No. 9 Kent Ridge Drive, Singapore 119241 or such other place as the Committee may from time to time decide and approved by the Registrar of Societies.

### 2. OBJECTS

The objects of the Society are:

- (1) To promote the interests and development of the National University of Singapore.
- (2) To promote the interests of members of the Society.
- (3) To provide opportunities for members of the Society and graduates of other Universities to meet one another and provide facilities for academic, social, cultural, sports, recreational and political activities among members.
- (4) To promote the raising of the social and cultural level of the people of the Republic of Singapore and to examine any local problems and topics of local interest.
- (5) To publish papers, journals and other materials in furtherance of the above objects and to diffuse informed opinion to the widest extent.

### 3. EMBLEM AND COLOURS

The Society’s emblem shall as far as possible incorporate the coat of arms of the National University of Singapore. The Society’s colours shall be blue and gold.

### 4. PATRON

The Society may invite a person of distinction to be the Patron of the Society.

## **5. CLASSES OF MEMBERS**

- (1) The Society shall consist of members of the following classes:
  - a. Honorary Members
  - b. Senior Members
  - c. Life Ordinary Members
  - d. Life Ordinary (Transferred) Members
  - e. Life Associate Members
  - f. Life Associate (Transferred) Members
  - g. Ordinary Members
  - h. Associate Members
  - i. Term Members
  - j. Overseas Members
  - k. Corporate Members
  - l. or any such classes of members as may be created by the Committee under 5(3)
- (2) The Committee shall have the power to restrict the number of members of any or all classes and may also close the membership of the Society whenever the Committee shall deem necessary.
- (3) The Committee may from time to time create such other class of members, and impose such fees as may be prescribed from time to time, and accord such privileges and impose such restrictions on members within such class, as it deems appropriate.
- (4) No members other than Ordinary Members and Ordinary Members who have become Life Members or Senior Members, collectively known as “voting members”, shall be eligible to:
  - (i) be officers of or members of the Committee unless co-opted by the Committee;
  - (ii) vote, or to move or second resolutions;
  - (iii) propose or second members for election to the Committee;  
or
  - (iv) requisition any meeting of the Society.

## **6. HONORARY MEMBERS**

Honorary Membership may be conferred by the Committee on persons distinguished in public life or by service to the National University of Singapore or to its predecessors or to the Society. Honorary Members shall not be required to pay any entrance fee or subscription.

## **7. SENIOR MEMBERS**

An Ordinary or Associate Member who has been a member of the Society for a continuous period of 15 years and who has contributed significantly to the progress and advancement of the Society may, at the sole discretion of the Committee, be placed on the Register of Senior Members and thereafter continue to be a member of the Society without payment of any subscription or by paying a reduced subscription on such terms and conditions as decided by the Committee from time to time.

## **8. LIFE MEMBERS**

An Ordinary or Associate Member who has attained 60 years of age and has been a member of the Society for a continuous period of 25 years and is not in arrears of any monies due to the Society shall be placed on the Register of Life Members and thereafter continue to be a member of the Society without payment of subscription or by paying a reduced subscription on such terms and conditions as may be decided by the Committee from time to time.

## **9. ORDINARY MEMBERS**

- (1) All persons who have successfully completed any undergraduate or postgraduate degree from the National University of Singapore (including its predecessor institutions) or who have obtained a graduate diploma from the National University of Singapore and also holds a degree from a recognised university shall be eligible for Ordinary membership.
- (2) A person who is an Associate member of the Society and who subsequently fulfils the criteria set out in Article 9(1) shall be eligible to apply for Ordinary membership.

## **10. ASSOCIATE MEMBERS**

Associate Membership shall be open to:

- (1) Graduates of other recognised Universities.
- (2) Persons who in the unanimous opinion of the Committee have recognised academic or professional qualifications which render them suitable to be Associate Members.
- (3) Persons who in the unanimous opinion of the Committee would contribute to and further the objects of the Society and have accordingly applied for or been invited by the Committee to become Associate Members.

## **11. TERM MEMBERS**

### **A. Non-citizen and Non-Permanent Resident**

- (1) Persons who would qualify for admission as Ordinary or Associate Members under Article 9 or 10, may be eligible for Term Membership provided that at the time of application they are not Singapore citizens or permanent residents.
- (2) Term Membership shall be available and renewable on a year to year basis upon payment of an annual fee as may be determined by the Committee from time to time.
- (3) The maximum period of Term Membership shall be 3 years.
- (4) Term Members may upon expiry of the 3 year period or at any time during the 3 years opt to convert to Ordinary or Associate Membership under Article 9 or 10 by paying:
  - a. the difference between the amount paid in Term Membership fees and the rate of entrance fees at the time of conversion; and
  - b. a one-time conversion fee as may be determined by the Committee from time to time.
- (5) Term Members shall maintain a credit deposit and pay subscription at such rates as may be determined by the Committee from time to time.

### **B. Citizen and Permanent Resident**

- (1) Persons who have not been members of the Society but who would qualify for admission as Ordinary or Associate Members under Article 9 or 10, and having attained the age of 62 years may apply to the Committee and the Committee at its sole discretion may admit such person as a Term Member for a period of 10 years from the date of admission.
- (2) A Term Member will be required to pay a non-refundable entrance fee, the amount to be decided by the Committee from time to time; and subscription fee, the amount to be decided by the Committee from time to time.
- (3) Term Membership may be renewable at the sole discretion of the Committee on such terms and conditions as may be decided by the Committee.



## **12. OVERSEAS MEMBERS**

- (1) Persons who qualify for admission as Ordinary Members under Article 9, shall be eligible for Overseas Membership on a reduced entrance fee as may be determined by the Committee from time to time; provided that at the time of application they are ordinarily resident overseas.
- (2) Overseas Members may be required to pay subscription at such rates as may be determined by the Committee from time to time.
- (3) Overseas Members visiting Singapore shall be eligible to use the facilities of the Society upon payment of the prevailing monthly subscription for the duration of their visit.
- (4) Overseas Members who return to Singapore for employment or residence for a continuous period exceeding 1 year shall be required to pay additional entrance fee or convert to Ordinary Membership on such terms as the Committee may from time to time decide.

## **13. CORPORATE MEMBERS**

- (1) Corporate Membership shall be open to any institution, corporation or business entity registered or carrying on business in Singapore.
- (2) Each Corporate Member shall nominate a number of person(s) employed by such member, as determined by the Committee from time to time, as corporate nominee(s).
- (3) A Corporate Member may by notice in writing, terminate the nomination of any nominee and pay a transfer fee of such sum as may be determined by the Management Committee from time to time, and nominate another qualified individual who is employed by the Corporate Member as a substitute nominee.
- (4) All nominees must qualify to be an Ordinary Member or an Associate Member as set out in Article 9 and Article 10 respectively and shall be subject to acceptance by the Committee in the manner set out in Article 15.
- (5) A Corporate Member may transfer its membership to another corporation as defined in (1) above, with the prior written consent of the Committee and upon payment of a transfer fee as may be determined by the Committee from time to time.
- (6) Each Corporate Member shall be responsible for the conduct and behaviour of its nominees and be liable for the payment of all entrance fees, subscription fees, transfer fees if applicable,

and any other monies due on the accounts of its nominees and in respect of its membership.

#### **14. TRANSFERABILITY OF MEMBERSHIP**

- (1) Ordinary Members, Associate Members, Ordinary Members who have become Life Members or Senior Members and Associate Members who have become Life Members or Senior Members, may transfer their membership to persons who qualify to be an Ordinary Member or an Associate Member as set out in Article 9 and Article 10 of the Constitution respectively.
- (2) Membership may not be transferred to former members who have either resigned or have been deleted or expelled.
- (3) Members who are the subject of a complaint or who face disciplinary proceedings or who are suspended, may not be eligible to transfer their membership during the period of their hearing or suspension. Notwithstanding the foregoing, the Committee may, in its sole discretion, approve applications for transfer of membership, provided the member has paid up all monies due to the Society at the time that such application is submitted.
- (4) All persons to whom membership is to be transferred shall be subject to acceptance by the Committee in the manner set out in Article 15.
- (5) Upon the Committee's acceptance of the transfer, the transferor shall be required to pay a prescribed transfer fee which the Committee may from time to time determine but which unless approved at a general meeting, shall not fall below \$2,000.
- (6) Members joining at a concessionary entrance fee as approved by the general meeting, or who were reinstated as Members, shall not be permitted to transfer their membership within a specific period of time, to be determined from time to time by the Committee.

#### **15. ELIGIBILITY**

Except with the written consent of the Committee, no person:

- (1) who is below the age of 21 years shall be a member;
- (2) who has been expelled from the Society or ceased to be a member under any of these Articles, except by virtue of the member's resignation, shall be re-elected a member;

- (3) whose election was declared null and void or whose previous nomination was withdrawn or lapsed shall be elected a member.

## **16. APPLICATION FOR AND ACCEPTANCE OF MEMBERSHIP**

- (1) Acceptance of membership shall be at the sole discretion of the Society.
- (2) To be elected, a candidate awaiting election must secure the votes of at least half of the Committee.
- (3) Upon election, the name and address of the member shall be entered into the Register of Members.

## **17. CANDIDATES AWAITING ELECTION**

A candidate awaiting election shall only be entitled to such privileges of membership as may be determined by the Committee from time to time.

## **18. MEMBERS' ADDRESSES**

All members of the Society shall communicate to the Secretary any change of their addresses and all letters, notices and accounts posted either by ordinary mail to the last given address, or via electronic means, shall be considered as having been duly served on the day following the date of posting or notification by electronic means.

## **19. ABSENT STATUS**

- (1) A member who intends to leave Singapore for a continuous period of more than 6 months but not exceeding 60 months may apply in writing to the Secretary to be placed as an Absent Member. If such member wishes to extend the Absent Member status, the member shall apply in writing to the Secretary,
- (2) The Secretary may, at his sole discretion, approve such applications provided the member has paid up all monies due to the Society at the time that such application is submitted.
- (3) The Committee may charge the member an administration fee as determined from time to time.
- (4) An Absent Member shall be required to pay one third of the prevailing subscription fee for the full period of absence or at such rate as the Committee may decide from time to time.
- (5) Absent Members returning to Singapore shall notify the Secretary in writing immediately upon return and the member shall resume payment of subscription at the prevailing monthly rate. The member

may be required to submit documentary proof of his date of return to Singapore.

- (6) An Absent Member may utilise the facilities or participate in the activities of the Society for a period not exceeding 30 days in a year or such period as the Committee may decide from time to time. Absent Members shall not be eligible to:
  - (i) be officers of or members of the Committee unless co-opted by the Committee;
  - (ii) vote, or to move or second resolutions;
  - (iii) propose or second members for election to the Committee; or
  - (iv) requisition any meeting of the Society.
- (7) An Absent Member shall be deemed to have returned to Singapore and shall be liable to resume payment of normal subscriptions upon the expiry of the period of absence for which approval was originally granted unless the member applies in writing to the Secretary and is granted approval of extension of Absent Membership in accordance with Article 19(1).
- (8) Absent Members shall at all times keep the Society informed in writing of changes in the member's correspondence address, failing which correspondence delivered to the member's last known address shall be deemed to be valid.
- (9) The Society shall not be obliged to communicate with the member or extend any of the privileges of the Society whilst the member is not in Singapore.

## **20. RESIGNATION AND REINSTATEMENT**

Any member may resign by giving to the Secretary notice in writing to that effect and after paying all debts owing to the Society including subscription due for the month in which such notice is given. In the event such ex-member wishes to be reinstated as a member of the Society, the Committee may, at its discretion waive the entrance fee or any part thereof.

## **21. MEMBERS ADJUDGED BANKRUPT**

If any member is adjudged a bankrupt, or makes a composition or arrangement with creditors under the provisions of any Act, the Committee may withdraw any or all privileges which the member would otherwise be entitled to and also the membership of the Society, but the Committee shall have power in its discretion to reinstate such person without any payment of the entrance fee.

## **22. MEDIATION AND DISCIPLINARY SUB-COMMITTEE HEARINGS**

- (1) The Secretary shall, upon receipt of a complaint made against a member, refer the complaint to a Sub-Committee (hereinafter referred to as “the Disciplinary Sub-Committee” or “DSC”)
- (2) The Committee shall appoint a minimum of 5 members to the DSC. No member of the Committee shall be a member of the DSC.
- (3) The DSC shall draft Regulations which shall be subject to the approval of the Committee for the effectual discharge by the Committee and the DSC of their functions, duties and powers as set out in Articles 22 and 23.
- (4) At the conclusion of the DSC’s hearing on the complaint, the DSC shall decide whether the Member has infringed any provision of the Articles of the Constitution, or the Regulations of the Society, or has acted in a manner prejudicial to the interest or the good name of the Society. The DSC shall have the power to:
  - (i) Expel such member from the membership of the Society if such member has, in its opinion, acted or conducted in such manner rendering such member unfit for membership in the Society; or
  - (ii) Suspend all or any of the privileges of such member for any period not exceeding 1 year from the date of decision; or
  - (iii) Impose on such member a fine not exceeding S\$5,000.00; or
  - (iv) Give written or oral warning to such member in respect of such member’s conduct or action in the complaint; or
  - (v) Dismiss the complaint made against such member on such terms as it deems fit; and
  - (vi) Make any other order as it deems just and equitable to do so in the circumstances.
- (5) The DSC shall, as soon as it has reached a decision, inform the Committee in writing of its decision. The Committee shall inform the member(s) at the hearing of the DSC’s decision.
- (6) The Committee shall have the power to publish the decision(s) of the DSC to members of the Society.

## **23. REVIEW / APPEAL AGAINST DECISION OF THE DSC**

- (1) Any member, dissatisfied with the decision and/or the penalty imposed by the DSC, shall have the right to appeal to the Committee, within 21 days of being informed of the DSC's decision by writing to the Committee to reconsider the DSC's decision.
- (2) The Committee shall, upon reviewing the DSC's decision and/or hearing the representation of such member, have the power to make all or any of the following orders:
  - (i) Dismiss the appeal;
  - (ii) Vary, add, or remove any of the penalties imposed;
  - (iii) Make such order as it deems just and equitable to do so in the circumstances; and
  - (iv) Allow the appeal by setting aside the decision of the DSC in its entirety or in part at the sole discretion of the Committee.
- (3) The decision of the Committee shall be final and binding on all members.

## **24. EFFECT OF CEASING TO BE A MEMBER**

Any person shall, upon ceasing to be a member of the Society, forfeit all rights, privileges and claims against the Society, but shall continue to be liable to the Society for any outstanding debts.

## **25. MANAGEMENT OF SOCIETY**

- (1) The Society shall be managed by a Committee consisting of:
  - (a) The President
  - (b) The Vice-President I
  - (c) The Vice-President II
  - (d) The Honorary Treasurer
  - (e) 8 other members
  - (f) Subject to Article 25(5) the immediate past President
  - (g) Subject to Article 28(5) the Secretary who is the appointed Chief Executive Officer of the Society.
- (2) There shall be 12 elected members of the Committee who, subject as hereinafter provided, shall be elected at Annual General Meetings of the Society.
- (3) If only so many candidates are nominated for election to the Society as are required to be elected, those candidates shall be deemed to be elected; if fewer, the candidates shall be deemed to have been elected and they together with the immediate past President of

the Society and the continuing elected members of the Committee shall, subject to Article 26(3), appoint other members to complete the required number to satisfy the requirements of paragraph (2) herein. The members so appointed shall be deemed to have been elected at the Annual General Meeting.

- (4) The Committee may co-opt up to 3 members including Honorary Members and Associate Members with specific skills and knowledge to sit on the Committee, and such members shall hold office until the Annual General Meeting following their co-option. Such co-opted members shall not have a vote at meetings of the Committee.
- (5) The immediate past President shall hold office in the Committee for 1 year.

## **26. ELECTION OF COMMITTEE**

- (1) At any one Annual General Meeting, 6 members shall be elected to the Committee and they shall hold office until the second Annual General Meeting following their election.
- (2) They shall be proposed and seconded on the prescribed forms and such forms must be signed by the candidate for election as signifying that candidate's willingness and eligibility to accept office. Nominations must be received by the Secretary not less than 5 clear days before the date of the Annual General Meeting and the names of those nominated shall be posted on the Notice Board not less than 3 clear days before the date of the Annual General Meeting.
- (3) Election shall be by ballot when the nominations exceed the required number and in the event of election by ballot of the 6 members of the Committee referred to in Article 26(1) votes cast by a member for less than 4 or more than 6 of the nominees shall be deemed to be invalid. If insufficient nominations are received the members present at the Annual General Meeting shall be entitled to propose, second and elect such further members of the Committee as are necessary to complete the required number.
- (4) No person shall be eligible for election to the Committee unless the person has been a Life Ordinary or Ordinary Member for at least 1 year preceding the date of the election. A member who is currently an elected Member of Parliament of any country, shall not be eligible for the Committee.

- (5) The President, Vice-President I, Vice President II and Honorary Treasurer shall be elected by the Committee from amongst the Committee members and shall be members of the Executive Committee which may from time to time include other members as the Committee deems fit.
- (6) No elected Committee member can hold the office of President or Honorary Treasurer for more than 2 consecutive terms. One term is defined as 2 years.
- (7) The President, Vice Presidents and the Honorary Treasurer shall continue to discharge their duties following each Annual General Meeting until a new Committee meets and elects the incoming President, Vice Presidents and the Honorary Treasurer.
- (8) In the event of any casual vacancy arising in respect of any of the officer stated in paragraph (5) herein, the Committee shall at its next meeting or as soon as may be thereafter elect 1 of the Committee members to fill the vacancy.
- (9) The Committee shall have power to appoint an Ordinary Member to fill any casual vacancy on the Committee. The member appointed to fill such vacancy shall hold office for the duration of the term of the member that is being replaced.

## **27. PROCEDURE AT COMMITTEE MEETINGS**

- (1) 6 members of the Committee shall form quorum.
- (2) The President shall preside at all meetings of the Committee, or in his absence the President shall nominate one of the Vice-Presidents to chair the meetings. In the absence of the President and both the Vice-Presidents, the Committee members present shall elect one of their number to preside.
- (3) If votes for and against a motion are equal the Chairperson of the Meeting shall have a second or casting vote.
- (4) The Committee shall meet at least once in 2 months to examine the Accounts and discuss and carry out decisions affecting the affairs of the Society. Minutes shall be kept of all the proceedings of the Committee and shall be open to the inspection of any member of the Society on at least one week's written notice to the Secretary.

## **28. POWERS OF COMMITTEE**

- (1) The Committee may from time to time, raise or borrow, for the



purposes of the Society, such sums of money as they think proper, and they may raise or secure the payment of such monies in such manner and upon terms and conditions in all respects as they think fit and provided that where any question arises involving either the raising or borrowing of money or the incurring of any capital expenditure by the Society of more than \$200,000.00 for any one project, then that question and any other question arising out of the same or incidental thereto shall be decided by a majority vote of the members entitled to vote expressed in person at a General Meeting.

- (2) The Committee shall have power to grant the use of designated areas of the Society's premises to any member for such time and upon such conditions as the Committee thinks fit. The Committee at its discretion may make an extra charge to a member for such exclusive use of any part of the Society's premises.
- (3) The Committee may appoint one or more of its members to form working groups from time to time as well as Sub-Committees with power to co-opt from the general body of members, and delegate to such Sub-Committees part of their powers and duties. Such Sub-Committees shall report their proceedings to the Committee as required by the Committee and shall conduct their business in accordance with the directions of the Committee.
- (4) The Committee shall have power to appoint, control, pay and dismiss employees and servants of the Society, and shall also have such administrative powers as may be necessary for properly carrying out the objects of the Society in accordance with this Constitution. The Committee may authorise its members, employees and servants to incur such expenditure as may be necessary from time to time.
- (5) The Committee shall have the power to appoint such person and on such terms that it deems fit to the post of Chief Executive Officer (CEO) to administer and manage the affairs of the Society under the direction of the Committee and in accordance with the Constitution. The CEO shall perform the role of the Secretary to the Committee. In the absence of the CEO, the Committee shall have the discretion to appoint any other person to perform the role of the Secretary to the Committee.
- (6) The Committee may from time to time make such rules and regulations so as to permit the spouses and children of members

to enjoy the use of the premises and facilities of the Society or parts thereof and shall be empowered to debit the accounts of such members for such sums as it deems fit and may also require any additional deposits to be furnished by such members. Such spouses and children shall not be considered members of the Society for any reason whatsoever.

- (7) The Committee may from time to time make such rules and regulations so as to permit other categories of persons including spouse members of deceased members to enjoy the use of the premises and facilities of the Society or parts thereof at such times and on such terms and conditions as it deems fit.
- (8) The Committee shall have full power to make, amend or repeal rules and regulations regulating the affairs of the Society. Such rules and regulations so made, added to, altered or repealed shall come into operation immediately or at such time as is fixed by the Committee. The Committee shall further have full power to decide all questions relating to the management of the Society and all questions arising out of or not covered by any rule or regulations and such decision shall be final unless and until altered or reversed by resolution of the members of the Society at a General Meeting.
- (9) The Committee shall require any Committee member to stand down if during the member's term of office, the member decides to participate in a General Election of any country and is elected as a Member of Parliament of the said country.

## **29. DUTIES OF OFFICERS**

- (1) The President shall ensure the general management and wellbeing of the Society, and shall in particular:
  - (i) be the spokesperson for the Society,
  - (ii) communicate from time to time with other bodies for the purpose of obtaining and transmitting information on all matters likely to prove beneficial or of interest to members and to the Society.
- (2) The President shall preside at all meetings of the Committee or, in his absence, the President shall nominate one of the Vice-Presidents to chair the meetings. In the absence of both the President and the Vice Presidents, the Committee members present shall elect one of their number to preside.

- (3) The Vice-Presidents shall assist the President in, and where necessary, the duties as enumerated herein. In the absence of the President, the Vice-Presidents shall perform such of the duties of the President as may be directed by the Committee.
- (4) The Vice Presidents shall have oversight of but not limited to:
  - (a) the human resource matters relating to the Society,
  - (b) the Society's policies,
  - (c) the development strategies, and
  - (d) any other duties which the Committee may assign from time to time.
- (5) The Honorary Treasurer shall have oversight over the proper administration of all the funds belonging to or under the control of the Society and shall include:
  - (a) Keeping proper record of the Society's bank accounts and investments
  - (b) Maintain and update record of bank signatories
  - (c) Internal controls/Governance
  - (d) Preparation of Annual Budgets and timely reporting to the Committee on the financial state of the Society
  - (e) Preparation and presentation of the Statement of Accounts and Balance Sheet to the Annual General Meeting
  - (f) Matters relating to Society's assets and Custodian Trustee.

### **30. ATTENDANCE OF COMMITTEE MEMBERS AT MEETINGS**

Any member of the Committee who is absent for 3 successive meetings of the Committee without a written explanation to the President shall automatically cease to be a member of the Committee. If at the 3<sup>rd</sup> meeting a written explanation for such absence is submitted, the Committee shall consider such explanation and decide by a simple majority vote whether or not the absent member shall remain in the Committee. Leave of absence for a period not exceeding 3 consecutive months may be granted on application.

### **31. SOCIETY'S ACCOUNTS**

- (1) The Society shall maintain such bank accounts with such banks as the Committee may determine. All cheques drawn on the Society's account shall be signed in accordance with Articles 31(2) and 31(3).
- (2) All cheques or other payments above \$10,000.00 shall be signed by either the President or Vice-President I together with either

the Vice-President II or the Honorary Treasurer.

- (3) The signing arrangements for all cheques or other payments not exceeding \$10,000.00 shall be determined by the Committee from time to time.

### **32. ENTRANCE FEES AND SUBSCRIPTIONS**

- (1) The entrance fees for Ordinary and Associate Members shall be determined from time to time at a general meeting.
- (2) The entrance fees for the other classes of membership shall be determined from time to time by the Committee.
- (3) The entrance fee shall be due in full when an applicant is accepted as a candidate awaiting election. The Committee, may, however allow the applicant to pay the entrance fee in instalments upon terms it may from time to time decide.
- (4) The subscription shall be determined by the Committee and shall be payable in such manner as the Committee may from time to time decide. The Committee may also in appropriate cases waive any subscription payable by any members.
- (5) Notwithstanding Article 22 herein if any member shall fail to pay the subscription within one month of such subscription becoming due, notice shall be sent calling the member's attention thereto, and if full payment is not made within fourteen days from posting of such notice, the Committee shall be informed of such fact, and if no full payment of the amount is made within one month from the posting of such notice, the Committee may delete the member's name from the Register of Members. But if at any time such member gives to the Committee a satisfactory explanation then, at the discretion of the Committee, and upon payment of all arrears, the member may be re-admitted to membership.

### **33. MEMBERS' ACCOUNTS**

- (1) The account of each member with the Society shall be kept as directed by the Committee.
- (2) Any member may be required to deposit with the Society a sum to be determined by the Committee which shall not in any event exceed in the aggregate of \$1,000.00 as security for the payment of all monies due under the member's account with the Society.

The account of each member shall be kept current and for the purpose of construing whether the member's account is current, any deposit made by the member and held by the Society as such security shall not be taken into reckoning.

- (3) Should any member's account not be current, the Committee may, after due notification has been given suspend or withdraw any or all the privileges of the Society until credit has been established.
- (4) No member who has been notified that the member's account is in default can vote at any meeting so long as the account is in debit.
- (5) If any member's outstanding amount due is not settled within one month after posting of the member's statement of account, the Society shall give notice stating that unless such outstanding overdue is paid within a further period of 14 days, the member's name will be posted on the Society's records as a defaulter.
- (6) Notwithstanding Article 22 herein if the member's overdue remains unsettled fourteen days after the member's name has been so posted as a defaulter, the Committee may delete the member's name from the Register of Members and the member shall thereupon cease to be a member but without prejudice to the rights of the Society to recover all monies due to the Society. If, however, at any reasonable time thereafter such member shall give the Committee a satisfactory explanation, the Committee may at its sole discretion, allow such member to re-apply for membership and the Committee may waive payment of the entrance fee or any part thereof.

#### **34. PROPER USE OF THE SOCIETY**

Unless permitted by the Committee, no member shall give the address of the Society in any advertisement, or use the Society's address or premises for business or any other purposes. No paper, notice or placard, written or printed, shall be exhibited, put in the Society's premises or in any way brought to the notice of members without the sanction of the Committee.

#### **35. GUESTS**

- (1) The Committee shall have the power to control and restrict the introduction of guests.
- (2) Any member introducing a guest shall be fully responsible for the proper conduct of such a guest.

**36. DESTRUCTION AND REMOVAL OF SOCIETY'S PROPERTY**

Unless permitted by the Committee, no person shall take away property from the Society's premises under any circumstances. No person shall injure or destroy any property of the Society. If a member offends against this Article the member shall, and if a guest offends against this Article, the member who introduced the guest shall, pay the cost of replacement and/or repairs and the Committee reserves the right to expel such a member.

**37. BORROWING BY MEMBERS**

Except with the consent of the Committee no member shall borrow in the name of, or pledge the credit of, the Society.

**38. ANNUAL GENERAL MEETING**

The Annual General Meeting of the Society shall be held annually by April on a date and time to be fixed by the Committee of which due notice shall have been given for the following purposes:

- (1) to receive, and if approved, pass the Annual Report and the Balance Sheet and Statement of Accounts from the Committee for the preceding financial year.
- (2) to elect and replace outgoing members of the Committee and to appoint an auditor for the ensuing year.
- (3) to decide on any resolution which may be duly submitted to the Meeting as provided in Article 39(3).

**39. PRELIMINARIES TO ANNUAL GENERAL MEETING**

- (1) At least 30 days before the date fixed for the Annual General Meeting (AGM) the Secretary shall notify all members residing in Singapore who are entitled to attend and/or vote at such a Meeting of the date fixed for such a Meeting, and shall draw their attention to Article 39(3).
- (2) At least seven days before any AGM the Secretary shall notify all members residing in Singapore who are entitled to attend and/or vote at such a Meeting of the business to be transacted at the AGM. Such notice shall include the Annual Report, the Balance Sheet and Statement of Accounts and any resolutions under Article 39(3).
- (3) No resolution shall be proposed by any member eligible to attend and/or vote at any AGM unless the terms thereof have been previously notified to the Secretary in writing not less than 21 days before the date of the Meeting.

- (4) Any Member eligible to attend and/or vote at any AGM shall be entitled to address the Meeting on any matter concerning the Society subject always to the discretion of the Chairman of the AGM to regulate the time and manner of any such address by the Member.
- (5) At all AGMs, 50 members entitled to attend and vote at such General Meetings shall form a quorum and the Meeting shall not be invalidated thereafter if at any stage less than 50 members are present.
- (6) If at the time fixed for an AGM there shall not be present a quorum, the Chairperson of the Meeting shall postpone the Meeting for a period of half hour before reconvening. If at the later time, there is still insufficient quorum, the Chairperson shall proceed with the Meeting, but they shall have no power to amend any part of the existing Constitution.

#### **40. EXTRAORDINARY GENERAL MEETING**

An Extraordinary General Meeting may be convened at any time by the Committee and shall be convened within 30 days from the receipt of a requisition in writing signed by (together with the names and membership numbers) not less than 100 voting members. The notice of Extraordinary General Meeting shall specify the exclusive business to be transacted at the Extraordinary General Meeting:

- (1) To deal with any matter which the Committee or the members requiring the meeting may desire to place before members in general meeting.
- (2) No other business may be transacted at any Extraordinary General Meeting convened for this purpose.

#### **41. QUORUM AND PROCEDURE AT EXTRAORDINARY GENERAL MEETING**

- (1) Notice summoning a General Meeting shall be sent to members residing in Singapore who are entitled to attend and/or vote at such a Meeting not less than 7 days before the date fixed for the Meeting and shall state the subject or subjects to be discussed at the Meeting.
- (2) At all Extraordinary General Meetings 100 members entitled to attend and vote at such General Meetings shall form a quorum and the Meeting shall not be invalidated thereafter if at any stage less than 100 members are present.

- (3) If at the time fixed for an Extraordinary General Meeting there shall not be present a quorum, the Chairperson of the Meeting shall postpone the Meeting for a period of half hour before reconvening. If at the later time, there is still insufficient quorum, the Chairperson may decide to either proceed with the Meeting or declare the Meeting dissolved, at his discretion. For the avoidance of doubt, no amendments to the Constitution shall be passed at such a Meeting in the absence of a quorum.
- (4) All classes of members shall be entitled to attend any Extraordinary General Meeting of the Society.
- (5) Subject to Article 33(4), only Ordinary Members and Senior or Life Members who have previously been Ordinary Members and who are present at an Extraordinary General Meeting shall be entitled to vote and each such member shall be entitled to 1 vote. There shall be no voting by proxy.
- (6) Voting shall ordinarily be by a show of hands but a ballot shall be taken if demanded by any member at the Meeting. A declaration by the Chairperson of any Meeting that a resolution has been carried unanimously or by a majority or lost and an entry to that effect in the minutes of that Meeting shall be conclusive evidence of the fact.

## **42. ACQUISITION AND DISPOSAL OF PROPERTY**

- (1) The Committee shall have the power to:
  - (a) purchase or acquire such movable or immovable property as are required for the purposes of the Society.
  - (b) invest any funds of the Society on any investments authorised by law for the investment of trust funds.
  - (c) sell, realise, vary or otherwise deal with any movable property or investments of the Society.
- (2) The Committee shall, with the prior sanction of a General Meeting, have the powers to:
  - (a) sell, assign, transfer, convey, mortgage or otherwise dispose of any immoveable property of the Society.
  - (b) raise funds for particular projects of the Society by the imposition of levies on members.



- (3) The investments and immovable property of the Society shall be held by a corporate trustee company as Custodian Trustee. The Custodian Trustee shall act in a 'nominee' capacity and shall in no way be responsible to the Society for the management of such property and shall be indemnified by the Society for any liability which may result from holding any property as trustee for the Society. The Custodian Trustee shall be entitled to act in all dealings with the property in accordance with the wishes of the Committee as evidenced by true copies of resolutions passed at meetings of the Committee or General Meeting as the case may be, such true copies to be certified as correct by the President and the Honorary Secretary.

#### **43. LIABILITY OF SOCIETY**

- (1) The Society shall not be liable in any way whatsoever in respect of the death of or personal injuries to any member or to any guest arising in any way out of such membership of the Society or through the use or enjoyment of the Society, its amenities, privileges or facilities or otherwise howsoever arising.
- (2) The Society shall not be liable in any way whatsoever for the loss of or damage to any articles or property whatsoever brought to the Society's premises or the compound by a member or by any guest or entrusted to an employee or a servant of the Society.

#### **44. AMENDMENTS TO THE CONSTITUTION**

- (1) Amendments to the Constitution shall only be made at General Meetings.
- (2) The proposed amendments to the Constitution shall be made in writing to the Secretary at least 30 days before the General Meeting.
- (3) The proposed amendments to the Constitution shall be circulated to members residing in Singapore at least 7 days before the General Meeting.
- (4) Any resolution proposing the repeal of, addition to or amendment of these Articles at any General Meeting shall be null and void, unless two thirds of the members present and eligible to vote do vote in favour of such resolution.

- (5) The amendments of the Article shall not come into force without the sanction of the Registrar of Societies.
- (6) Upon the due approval by both the members and the Registrar of Societies of any repeal of, addition to or amendment of these Articles, the Committee shall take steps as soon as practicable to give effect to the said changes. The Committee shall have the discretion to delay the effective date of any of the said changes as it deems fit, subject to the condition that any such delay shall not exceed the time period after the second AGM subsequent to the date the changes are approved by the members.

#### **45. DISSOLUTION OF SOCIETY**

- (1) The Society shall not be dissolved except with the consent of not less than three-fifths of the members of the Society eligible to vote and for the time being resident in Singapore expressed, either in person or by proxy, or by postal vote in such form as may be approved by the Committee at a General Meeting convened for the purpose.
- (2) In the event of the Society being dissolved as provided above, the assets of the Society shall be applied in the following manner:
  - (a) the Society shall discharge all debts and liabilities legally incurred on behalf of the Society and after distribution of the funds provided for in Article 45(2)(b), all remaining funds and assets shall be entirely donated to the National University of Singapore and/or its Successors.
  - (b) any funds accruing from the operation of fruit machines at the time of cessation of the operation of the fruit machines pursuant to or in connection with such dissolution must be donated to the National University of Singapore or, if the National University of Singapore is no longer a registered charitable organisation, to another registered charitable organisation or otherwise disposed in a manner approved by the Permit Officer appointed pursuant to the Private Lotteries Act 2011 (Cap 250).
- (3) Notice of dissolution shall be given within 7 days of the dissolution to the Registrar of Societies.

## **46. GENERAL**

- (1) The financial year of the Society shall begin on the 1<sup>st</sup> day of January and end on the 31<sup>st</sup> day of December.
- (2) The accounts of the Society shall be audited at the close of each financial year by a firm of Public Accountants and Chartered Accountants not less than 1 month before the AGM who shall certify the correctness of the Statement of Accounts to be submitted to the Meeting. The public accountant shall be appointed or removed at a General Meeting.
- (3) No member shall, except for being employed by the Society on a full-time basis or for professional services rendered at the request of the Committee, receive any profit, salary or emolument from the funds or transactions of the Society.
- (4) A member's rights and privilege shall be suspended as long as the member is an employee of the Society and the member need not pay any subscription whilst employed by the Society.
- (5) All members shall faithfully and fully abide by every decision made by the Society or by the Committee until such time as the decision is amended or revoked.
- (6) No press release in the name of the Society may be made without the previous sanction of the Committee.
- (7) All complaints about employees of the Society shall be made in writing to the Secretary who, if unable to deal with them, shall submit them to the Committee whose decision shall be final. In no instance shall an employee of the Society be reprimanded directly by a member, other than by persons so authorised by the Committee.
- (8) In the event of any question or matter arising out of any point which is not expressly provided for herein, the Committee shall have power to use its own discretion.

## **47. INTERPRETATION**

In these Articles and all Regulations made herein unless there be something repugnant in the subject matter or context:

- (1) “Committee” shall mean the members of the Management Committee for the time being.
- (2) “In writing” shall mean written or printed or partly written or printed or by any electronic means.
- (3) “Life Ordinary (Transferred) Members and Life Associate (Transferred) Members” refer to Life (Ordinary or Associate) Members who have transferred their primary membership to their spouse, children, siblings, nephews/nieces, or grandchildren. They shall not be eligible to:
  - (i) be officers of or members of the Committee unless co-opted by the Committee;
  - (ii) vote, or to move or second resolutions;
  - (iii) propose or second members for election to the Committee; or
  - (iv) requisition any meeting of the Society.
- (4) “Meeting” refers to meetings held physically or virtually by electronic means, or by a combination of some members attending physically and other members attending virtually.
- (5) “Month” shall mean calendar month and for the purposes of subscription shall be the period from the first to the last day of every month.
- (6) “Notice” to be given or issued by the Society or the Committee to any or all members of the Society may be given via any method of correspondence, including any commonly used electronic means of communications.
- (7) “Society” shall mean the National University of Singapore Society.
- (8) “Words” importing the singular number shall include the plural number and vice versa.
- (9) The use of gender pronouns and descriptions such as “Chairman” are not intended to define the gender of any individual who may perform any of the roles as provided in this Constitution.

