

HAEMOPHILIA SOCIETY OF SINGAPORE

Our Constitution

DEFINITIONS

In this constitution –

“Society” means Haemophilia Society of Singapore

“Haemophilia” means such blood dyscrasias as are characterized by prolonged coagulation time or abnormal bleeding time due to the deficiency of factors essential for blood clotting; and it includes similar related conditions of the haemopoietic system, as may from time to time be decided by the Committee.

“Member” means Member of the Society.

“Month” means calendar month.

“Committee” means the Management Committee appointed from time to time under article 7.

“General Meeting” refers to an Annual General Meeting or an Extraordinary General Meeting, as the case may be.

“Annual General Meeting” means Annual General Meeting of the Members of the Society.

“Extraordinary General Meeting” means Extraordinary General Meeting of the Members of the Society.

Words importing the singular number only include the plural and words importing the plural number only include the singular. Words importing the masculine gender include the feminine gender.

Name: The Name of the Society is “HAEMOPHILIA SOCIETY OF SINGAPORE”.

ARTICLE 1: PLACE OF BUSINESS

The place of business shall be at 704 Bedok Reservoir Road, #01-3622, Singapore 470704 or such other address as may be subsequently decided upon by the Committee and approved by the Registrar of Societies.

ARTICLE 2: SOCIETY'S OBJECTS

- (1) To advance the interests and welfare of haemophiliacs in Singapore.
- (2) To promote public awareness and understanding of haemophilia and its associated complications.
- (3) To encourage the safe, effective and affordable treatment of haemophilia and its associated complications.
- (4) To provide assistance to haemophiliacs, their families and caregivers in the management as well as treatment of haemophilia and its associated complications.
- (5) To do anything which is incidental or conducive to all or any of the above objects, and in particular –
 - (a) to represent the interests of haemophiliacs on such occasions or forums as may be appropriate for the furtherance of the Society's objects;

- (b) to co-operate with or become a member or an affiliate of any lawful body (whether in or outside Singapore), the objects of which are similar to those of the Society;
- (c) to organize or support conferences, talks, seminars or research (whether by itself or with the co-operation of other persons or bodies) connected with any aspect of haemophilia and its associated complications;
- (d) to receive grants, donations and contributions from any lawful source, or raise funds by all lawful means in Singapore, and apply such moneys in furtherance of the Society's objects;
- (e) to encourage social functions amongst haemophiliacs and their families;
- (f) to provide financial grants, aid or assistance to haemophiliacs in furtherance of the Society's objects;
- (g) to acquire or dispose of any property, whether movable or immovable, as may be necessary or expedient for the purpose of attaining all or any of the Society's objects;
- (h) to use any property of the Society, whether movable or immovable, as may be necessary or expedient for the purpose of attaining all or any of the Society's objects;
- (i) to invest moneys belonging to the Society in such funds, securities or other lawful investments available in Singapore as may be necessary or expedient for the purpose of attaining all or any of the Society's objects.

ARTICLE 3: AND ADVISORS

- (1) The Committee may invite eminent and distinguished citizens of Singapore to be patrons of the Society.
- (2) The Committee may invite reputable persons from the academic, medical, business and government sectors to be advisors to the Society. Their advice may from time to time be sought by the Committee on matters connected with the Society's activities and objects.

ARTICLE 4: MEMBERSHIP

- (1) Membership is open to citizens or permanent residents of Singapore who are:
 - (a) Haemophiliacs, their families or caregivers
 - (b) Other persons subscribing to the Society's objects.
- (2) With the exception of Members aged below 18 years, all Members shall have the rights to vote during General Meetings and to hold office in the Committee.
- (3) Any person wishing to join the Society shall submit his particulars to the Honorary Secretary on such form as may from time to time be prescribed by the Committee. The Committee shall decide on all membership applications and shall furnish a copy of the Constitution to every newly approved Member.
- (4) The Honorary Secretary shall keep and maintain a register of all Members. A Member may relinquish his membership (including its attendant benefits) by giving to the Honorary Secretary written notice to that effect and paying all sums owing (if any) to the Society.

(5) All Members of the Society shall communicate to the Honorary Secretary any change of their addresses and all letters, notices and accounts posted by ordinary mail to the last given address shall be considered as having been duly served on the second day following the date of posting.

ARTICLE 5: SUBSCRIPTIONS

(1) Subscription amounts payable by Members are:

(a) \$40 for one year; or

(b) \$100 for three years.

(2) Members may from time to time at any General Meeting revise the subscription amounts payable.

(3) Subscription shall be payable in advance on the first day of July of each relevant year. Where the Committee is satisfied that a Member is facing financial hardship, the Committee may waive or reduce that Member's subscription for the year in question.

(4) If a Member falls into arrears with his subscription, the Member shall be notified in writing by the Honorary Treasurer. If a Member fails to settle his arrears within six months after the due date, the Committee may suspend his membership (including its attendant benefits) until the arrears are settled in full.

ARTICLE 6: SUPREME AUTHORITY AND GENERAL MEETINGS

(1) The supreme authority of the Society is vested in a General Meeting of the Members.

(2) An Annual General Meeting shall be held in September of every year.

(3) At other times, an Extraordinary General Meeting must be called by the President on the request in writing of not less than 25% of the total voting membership or 30 voting Members, whichever is the lesser, and may be called at anytime by order of the Committee. The notice in writing shall be given to the Honorary 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.

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

(5) At least two (2) weeks' notice shall be given of an Annual General Meeting and at least ten (10) days' notice of an Extraordinary General Meeting. Notice of meeting stating the agenda, date, time and place of meeting shall be sent by the Honorary Secretary to all voting Members.

(6) Voting shall be ordinarily by a show of hands but a secret ballot shall be taken if demanded by any Member at the General Meeting and agreed to by the majority of the voting Members present. A declaration by the President that a resolution has been carried unanimously or by a majority or lost and an entry to that effect in the minutes of that General Meeting shall be conclusive evidence of the fact. Voting by proxy is allowed at all General Meetings.

(7) The following points will be considered at each Annual General Meeting:



- (a) The previous financial year's accounts and annual report of the Committee.
 - (b) Where applicable, the election of office-bearers and Auditors for the following term.
 - (c) Where applicable, any matter which the Committee or the Members requiring the meeting may desire to place before the Members in General Meeting.
- (8) Any Member who wishes to place an item on the agenda of a General Meeting may do so provided he gives notice to the Honorary Secretary one (1) week before the meeting is due to be held.
- (9) At least 25% of the total voting Membership or 30 voting Members, whichever is the lesser, present at a General Meeting shall form a quorum. Proxies shall not be constituted as part of the quorum.
- (10) 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 Society's Constitution.

ARTICLE 7: MANAGEMENT COMMITTEE

- (1) The administration of the Society shall be entrusted to a Management Committee consisting of the following to be elected at Annual General Meeting: • A President • A Vice-President • A Honorary Secretary • An Assistant Honorary Secretary • A Honorary Treasurer • Five (5) Ordinary Committee members
- (2) Names for the above offices shall be proposed and seconded at the Annual General Meeting and election will follow on a simple majority vote of the Members. All office-bearers, except the Honorary Treasurer, may be re-elected to the same or related post for consecutive terms of office. The term of office of each Committee is three (3) years.
- (3) Election will be either by show of hands or, subject to the agreement of the majority of the voting Members present, by a secret ballot.
- (4) A Committee meeting shall be held at least once every two (2) months after giving seven (7) days' notice to Committee members. The President may call a Committee meeting at any time by giving five (5) days' notice. At least half ($\frac{1}{2}$) of the Committee members must be present for its proceedings to be valid.
- (5) Any Committee member absenting himself or herself from three (3) meetings consecutively without satisfactory reasons shall be deemed to have withdrawn from the Committee and a successor shall be coopted by the Committee from Members of the Society to serve until the next Annual General Meeting. Any change in the Committee shall be notified to the Registrar of Societies and the Commissioner of Charities within two (2) weeks of the change.
- (6) The duty of the Committee is to direct, organise and supervise the affairs of the Society in furtherance of its objects. In discharging this duty, the Committee shall have the power to do anything which it considers necessary or expedient for the attainment of any of the Society's objects and in particular, may
- (a) design and administer schemes for the granting of financial aid to Members to defray all or part of their costs for the management as well as treatment of haemophilia and its associated complications;
 - (b) conduct, commission or support research relating to haemophilia and its associated complications, including their effects on haemophiliacs, their families and caregivers;

(c) authorise the expenditure of the Society's funds in payment or discharge of all lawful expenses, obligations and liabilities of the Society;

(d) appoint sub-committees consisting of its members to undertake specific functions and tasks as may be assigned by the Committee. Provided always that the Committee may not act contrary to any expressed wish of the General Meeting without prior reference to it.

(7) The Committee shall meet at least once in two (2) months to discuss, decide and carry out decisions relating to the Society's affairs. The Committee may make byelaws to regulate its own proceedings in any manner which is conducive to discharge of its duty in the attainment of the Society's objects.

(8) The President shall preside at all meetings of the Committee and subcommittees (if any). If he is not present, the meeting shall choose one of their members to be Chairman of that meeting.

(9) Questions arising at any meeting of the Committee or a subcommittee (if any), shall be decided by a majority of votes. In case of an equality of votes, the Chairman of that meeting shall have a casting vote in addition to his deliberative vote.

(10) Minutes shall be kept of the proceedings of the Committee and subcommittees (if any). Such minutes shall be open to the inspection by any Member on at least one (1) week's written notice to the Honorary Secretary.

ARTICLE 8: DUTIES OF OFFICE-BEARERS

(1) The President shall chair all General, Committee and sub-committee meetings. He shall also represent the Society in its dealings with outside persons.

(2) The Vice-President shall assist the President and deputise for him in his absence.

(3) The Honorary Secretary shall keep all records, except financial, of the Society and shall be responsible for their correctness. He will keep minutes of all General, Committee and sub-committee meetings. He shall maintain an up-to-date register of Members at all times.

(4) The Assistant Honorary Secretary shall assist the Honorary Secretary and deputise for him in his absence.

(5) The Honorary Treasurer shall receive all funds and collect and disburse all moneys on behalf of the Society and shall keep an account of all monetary transactions and shall be responsible for their correctness. He shall deposit all funds received by the Society in such banks as may be approved from time to time by the Committee. Every cheque drawn on the Society's bank account for an amount up to Singapore Dollars Fifty Thousand must be signed by the Honorary Treasurer and, the President or Vice-President or Honorary Secretary. Every cheque drawn on the Society's bank account for an amount exceeding Singapore Dollars Fifty Thousand must be signed by the Honorary Treasurer, President and, Vice-President or Honorary Secretary.

(6) Ordinary Committee members shall assist in the general administration of the Society and perform duties assigned by the Committee from time to time.

ARTICLE 9: AUDIT AND FINANCIAL YEAR

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

(2) The Auditors shall be required to audit each year's accounts and present a report upon them to the Annual General Meeting. The Auditors may also be required by the President to audit the Society's accounts for any period within their tenure of office at any date and make a report to the Committee.

(3) The Society's financial year shall be from 1st July to 30th June.

ARTICLE 10: TRUSTEES

(1) If the Society at any time acquires any immovable property, such property shall be vested in trustees subject to a declaration of trust.

(2) The trustees of the Society shall:

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

(b) Be elected by a General Meeting of Members.

(c) Not effect any sale or mortgage of property without the prior approval of the General Meeting of Members.

(3) The office of the trustee shall be vacated:

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

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

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

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

(4) Notice of any proposal to remove a trustee from his trusteeship or to appoint a new trustee to fill a vacancy must be given by posting on the notice board in the Society's premises at least two (2) weeks before the General Meeting at which the proposal is to be discussed. The result of such General Meeting shall then be notified to the Registrar of Societies and the Commissioner of Charities.

(5) The address of each immovable property, name of each trustee and any subsequent change must be notified to the Registrar of Societies and the Commissioner of Charities.

ARTICLE 11: AMENDMENTS TO CONSTITUTION

The Society shall not amend its Constitution without the prior approval in writing of the Registrar of Societies and the Commissioner of Charities. 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.

ARTICLE 12: PROHIBITIONS

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

- (2) The funds of the Society shall not be used to pay the fines of Members who have been convicted in court of law.
- (3) The Society 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.
- (4) The Society shall not indulge in any political activity or allow its funds and/or premises to be used for political purposes.
- (5) The Society shall not hold any lottery, whether confined to its Members or not, in the name of the Society or its office-bearers, Committee or Members unless with the prior approval of the relevant authorities.
- (6) The Society 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.

ARTICLE 13: GENERAL

- (1) No press release in the name of the Society may be made without the prior approval of the President, or in his absence by the Vice- President or Honorary Secretary.
- (2) No Member shall, except for being employed by the Society on a fulltime basis or for professional services rendered at the request of the Committee, receive any profit, salary or emolument from the Society's funds.
- (3) In the event of any dispute arising amongst Members, they shall attempt in good faith to resolve the matter at a General Meeting in accordance with this Constitution.

ARTICLE 14: INTERPRETATION

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

ARTICLE 15: DISSOLUTION

- (1) The Society shall not be dissolved, except with the consent of not less than three-fifths (3/5) of the total voting Membership of the Society for the time being resident in Singapore expressed, either in person or by proxy, at a General Meeting convened for the purpose.
- (2) 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 disposed of in such manner as the General Meeting of Members may determine or donated to an approved charity or charities in Singapore.
- (3) A certificate of dissolution shall be given within seven (7) days of the dissolution to the Registrar of Societies and the Commissioner of Charities.