

## The Stedfast Association of The Boys' Brigade in Singapore

### Article 1 - Name

The Association shall be known as " Stedfast Association of The Boys' Brigade in Singapore, The".

### Article 2 - Registered Office

The place of business shall be "The Boys' Brigade, Covent Garden, Ganges Avenue, Singapore 0316" or such address as the Committee shall from time to time determine, subject to the approval of the Registrar of Societies.

### Article 3 - Object

The Object of the Association shall be to further the Object of The Boys' Brigade; to foster the spirit of comradeship among members and between past and present members of the Brigade and to render service to others.

### Article 4 - Membership

The members of the Association shall consist of Honorary Members, Ordinary Members and Associate Members.

- (a) Honorary Members are elected at any General Meeting of the Association on the recommendation of the Committee. Honorary Members may be elected for life or for such period as the General Meeting may deem expedient. They shall not be entitled to vote at meetings of the Association but shall have such other privilege as may from time to time be conferred upon them by the Committee.
- (b) Life Members are former or present members of The Boys' Brigade who have attained 16 years of age and whose membership shall be approved by the Committee.

Only Life Member who are above the contractual age shall have the right to vote and to hold office.

- (c) Associate Members are former or present members of The Boys' Brigade who have attained 16 years of age and whose membership shall be approved by the Committee

Such members shall not be entitled to vote or hold office.

- (d) Ordinary Members are persons who subscribe to the object of the Association and who have attained 16 years of age and whose membership shall have been approved by the Committee. Such members shall not be entitled to vote or hold office.

Such members shall not be entitled to vote or hold office.

2. The Committee may refuse an application for membership of the Association without assigning any reasons whatsoever.
3. A member may at any time cease to be a member by giving notice in writing to that effect addressed to the Secretary at the registered office of the Association.
4. The Committee may from time to time prescribe the circumstance under which any member may be expelled from membership provided that in all cases before a member is expelled, he shall have been given notice of the proposal to expel him and shall be given an opportunity to be heard.

#### Article - 5 Subscriptions

Members shall pay such subscriptions as are from time to time determined by the Committee.

#### Article 6 - Management

1 (a) The Association shall be governed and its affairs administered by a Committee composed of eight elected officers and nine members, two of whom shall be ex-officio and seven shall be elected.

- (b) The officers and members to be elected at the Annual General Meeting shall be :

- (i) A President
- (ii) Not more than 3 Vice-Presidents
- (iii) A Chaplain
- (iv) A Secretary
- (v) An Assistant Secretary
- (vi) A Treasurer
- (vii) Seven (7) Members

- (c) The following shall be ex-officio members of the Committee :

- (i) The President of The Boys' Brigade in Singapore or in his absence, a BB EXCO Member appointed by the President to represent him.

- (ii) The Secretary of The Boys' Brigade in Singapore or in his absence, a BB EXCO Member appointed by the Secretary to represent him.
  - (d) All members of the Committee shall have power to vote at any Committee or General Meeting of the Association.
- 2 The Committee shall be elected at the Annual General Meeting of the Association and shall hold office for two year upon election / re-election.
  - 3 No member shall be elected to the office of Treasurer for more than 4 consecutive years.
  - 4 The Committee shall have power to appoint a member to fill any casual vacancy in the Committee arising through death, resignation or any other cause but the member so elected to fill any such vacancy shall hold office for only so long as the member in whose place he is appointed would have held office.
  - 5 The business of the Association shall be administered and managed by the Committee who may exercise all such powers of the Association as are not by this Constitution declared exercisable only by the Association in the General Meeting and no rule made by the Association in the General Meeting shall invalidate any prior act of the Committee which would have been valid if such rule had not been made.
  - 6 The Committee shall have the power to co-opt if and when necessary not more than four (4) members to serve on the Committee.
  - 7 The Committee shall have the power to appoint such Sub-Committees as it may deem necessary or expedient for special purpose and shall clearly lay down the terms and duties of such Sub-Committees.
  - 8(a) The Committee shall meet as often as it deems necessary but not less than four times each year and not less than one-half of its members shall constitute a quorum at such meetings. Seven clear days' notice of such meetings shall be given by post to each member of the Committee.
  - (b) All decisions of the Committee shall be carried by a simple majority of votes. In case of a tie, the Chairman shall be entitled to a casting vote.
  - 9 Any member of the Committee absenting himself from three consecutive

- meetings of the Committee without reasonable excuses shall cease to be a member of the Committee.
- 10 (i) The Secretary shall :
- (a) keep a Membership Register;
  - (b) issue notices and convene General and Committee Meetings;
  - (c) keep a record of the proceedings of the Association and of the Committee meetings;
  - (d) attend to all correspondence of the Association; and
  - (e) be in-charge of all documents and papers of the Association
- (ii) The Assistant Secretary shall assist the Secretary in his duties.
- 11 For the purpose of the Association and for its proper administration, the Committee may appoint such persons whether for remuneration or otherwise as it may from time to time deem advisable.
- 12 (a) The Committee shall have the power to establish branches.
- (b) Branches shall be subject to the supervision of the Committee and shall abide by the byelaws governing the setting up and management of a branch. The byelaws governing branches so made however, shall not make it an independent association not adequately under the control of the Association.
- 13 The Committee shall have the power from time to time to make, alter, and revoke byelaws for the internal management of the Association and its branches. All such byelaws, until revoked, shall be binding on all members of the Association as if they were contained in the Constitution.
- 14 **Nomination Committee**  
The Association shall set up a Nomination Committee consisting of one Chairman and four Committee Members with the President and Secretary as Ex Officios with no voting rights.
- The Management Committee will nominate the Chairman of the Nomination Committee for a term of two years for appointment by the Association at an Annual General Meeting.

#### Article 7 - Meetings

- 1 The Annual General Meeting of the Association shall be held once in each year not later than the 31<sup>st</sup> day of December.
- 2 The Committee may whenever they think fit and they shall upon the requisition

in writing by thirty (30) or more members eligible to vote convene an Extraordinary General Meeting. Any such requisition made by the members eligible to vote shall express the object of the meeting proposed to be called and shall be addressed to the Secretary at the registered office of the Association. Upon receipt of such requisition, the Committee shall forthwith proceed to convene an Extraordinary General Meeting. Notice of the Extraordinary General Meeting together with the Agenda, shall be sent by post to each member at least seven days before the date of the meeting. If no such meeting is held within twenty-one days from the date the requisition is received at the registered office of the Association any thirty (30) members eligible to vote may themselves convene a meeting.

#### Article 8 - Proceedings at General Meetings

- 1 Notice of every Annual General Meeting together with the Agenda, Annual Report and Statement of Account shall be sent by post to each member at least seven days before the date of the meeting.
- 2 At every Annual General Meeting, the election of Officers and Committee members shall be by ballot. The Annual General Meeting shall appoint two (2) Auditors who must not be members of the Committee and shall not be re-elected to the same post for a second consecutive term.
- 3 No business shall be transacted at any General Meeting unless a quorum of members is present at the commencement of such business and such quorum shall be at least thirty (30) Members or one-quarter of the total number of members eligible to vote whichever is less.
- 4 If at any time fixed for a General Meeting there is no quorum, the meeting shall be adjourned for thirty (30) minutes and if there is still no quorum then the meeting shall proceed to its business as if a sufficient quorum were present but shall have no power to alter, amend or make additions to this Constitution.
- 5 The President of the Association or in the event of his absence from a Management Committee, Annual General Meeting or Extra-Ordinary General Meeting, a Vice-President duly deputising the President or, in the event that no Vice-President is present at the Meeting, a Committee Member duly elected by the Members present shall preside at the Meeting.
- 6 If at any General Meeting, neither the President nor the Vice-President is present within fifteen minutes after the time appointed for holding the meeting or has signified his inability to be present at the meeting, the members present shall choose someone of their number to preside as chairman.
- 7 Every Life Member who is above the contractual age shall have one vote.
- 8 Notwithstanding the provisions of Article 8 (7) , in case of an equality of votes

at any General Meeting, the Chairman shall be entitled to a casting vote.

- 9 No Ordinary Member shall be entitled to hold any office or to vote at any meeting unless current subscriptions which at the time of such meeting shall have been due from him to the Association shall have been paid.

#### Article 9 - Funds of the Association

- 1 All monies and funds of the Association which are not immediately required to be expended for the purposes of the Association shall be deposited to the credit of the Association with its Bankers. Cheques may be drawn on the Association's Account on the signatures of the Treasurer and either the President or the Secretary of the Committee.
- 2 All monies and funds of the Association which are not immediately required to be expended for the purposes of the Association may be invested in such investment for the time being authorised by the Laws of the Republic of Singapore for the investment of trust funds, or in the purchase or mortgage of any land within Singapore.
- 3 The financial year of the Association shall extend from the 1st day of October to the 30th day of September of the following year.
- 4 The Treasurer shall :
  - (a) keep an account of all monies received and paid:
  - (b) deposit all collections as directed by the Committee:
  - (c) hold a sum not exceeding \$500.00 in cash for petty expenses and bank any money in excess of this sum.
  - (d) draw up a Balance Sheet and a Statement of Income and Expenditure which shall be duly audited before being submitted to the Annual General Meeting for approval.
- 5 There shall be an audit of the Accounts of the Association which shall be presented at each Annual General Meeting.
- 6 The President may at any time require the Auditors to audit the accounts of the Association for any period during the tenure of office of the Auditors and to submit a report of such audit to the Committee.
- 7 The Committee may pay to the Auditors of the Association as remuneration such sum as shall be agreed.

#### Articles 10 - Annual Report

The Annual Report of the Association covering its proceedings during the financial year immediately preceding each Annual General Meeting shall be presented for approval at such Annual General Meeting and shall be published as soon as

practicable thereafter and copies thereof shall be furnished to each member of the Association.

#### Article 11 - Execution of Agreements

All agreements required to be executed on behalf of the Association shall be deemed to be binding upon the Association if executed on its behalf pursuant to a resolution of the Committee by the President and Secretary of the Association.

#### Article 12 - Prohibitions

- 1 The Association shall not indulge in any political, or trade union activities or allow its premises to be used for any purpose incompatible with the objects of the Association.
- 2 The funds of the Association shall not be used to pay the fines of members who have been convicted in Court nor shall they be used for donations, presents or any other purposes in connection with any political party or trade union or for any purposes which are not for the furtherance of the object of the Association.

#### Article 13 - Statements

Published statements including circulars, letters, press release and pamphlets shall be released only through the Secretary or the President of the Association and shall first receive the approval or authority of the Committee.

#### Article 14 - New Articles, Repeal or Amendment of Existing Articles

- 1 Provided that at least seven days' notice has been given to each member specifying the exact words of the proposed new articles or repeal or amendment of existing articles, amendments may be proposed at the Annual General Meeting or at an Extraordinary General Meeting by the Committee or by the signatories of the requisition for an Extraordinary General Meeting, and may be adopted by a majority of two thirds of the members present and voting.
- 2 Such new articles or repeal or amendment of existing articles so adopted shall not come into operation or be implemented until they have been approved in writing by the Registrar of Societies.

#### Article 15 - Interpretation

In these Articles, unless the contrary intention appears,

- 1 "The Association" shall mean the Stedfast Association, Singapore and its branches.
- 2 "Brigade" shall mean The Boys' Brigade in Singapore.

- 3 "Committee" shall mean the management committee.
- 4 "General Meeting" shall mean the annual general meeting or an extraordinary general meeting.
  
- 5 "Members" shall include Ordinary and Associate Members.

In the event of any question or matter arising out of any point which is not expressly provided for in the Article, the Committee shall have power to use their own discretion.

#### Article 16 - Dissolution

- 1 The Association shall not be dissolved except with the consent of not less than three-fifths of the members eligible to vote expressed either in person or by proxy at a General Meeting convened for that purpose.
- 2 In the event of the Association, being dissolved as provided for under the provisions of paragraph (1) of this Article, all debts and liabilities properly incurred by or on behalf of the Association shall be fully discharged and the remaining funds of the Association, if any, shall be placed at the disposal of The Boys' Brigade in Singapore.
- 3 Notice of the dissolution of the Association shall be given to the Registrar of Societies within seven days of the decision taken by the members to dissolve the Association.

Approved by Registry of Societies on 16 October 2008