

CONSTITUTION OF THE SINGAPORE NATIONAL STROKE ASSOCIATION

NAME

- 1 This Society shall be known as the “Singapore National Stroke Association”, hereinafter referred to as the “Society”.

PLACE OF BUSINESS

- 2 Its place of business shall be at “109 North Bridge Road, #05-21, Singapore 179097” or such other address as may subsequently be decided upon by the Committee and approved by the Registrar of Societies. The Society shall carry out its activities only in places and premises, which have the prior written approval from the relevant authorities, where necessary.

OBJECTS

- 3.1 Its objects is to encourage and facilitate post-stroke adjustment, support, research & other activities relating to the prevention, diagnosis, causes & treatment of stroke.
- 3.2 To achieve the above objective, the Society may:-
 - (a) Establish and operate projects and activities to provide support for post-stroke adjustment & to co-operate with all relevant public & private groups, bodies or agencies in providing such services;
 - (b) Build up community support for stroke victims & carers;
 - (c) Establish a stroke resource centre to gather, compile disseminate information regarding the causes, prevention, research programmes, support groups, bodies or agencies & available aids for stroke & post-stroke adjustment & to establish general public education programmes within these fields;

- (d) Solicit, raise, receive, hold and apply funds, gifts, bequests and endowments or proceeds thereof, to the purposes described in these objects; to conduct fund-raising activities, and to raise money by any other lawful means to achieve the object;
- (e) Invest the funds of the Society not immediately required in such manner as may from time to time be determined by the Committee in furtherance of the purpose and object of the Society;
- (f) In furtherance of the above object, the Society may generally do what may be required to give effect and carry out the object of this Society

PATRON

- 4 The Committee may in its discretion from time to time appoint a patron.

MEMBERSHIP QUALIFICATION AND RIGHTS

- 5.1 Membership is open to all and shall consist of:

- a) **Ordinary Members**

Open to all Singapore citizens and Singapore Permanent Residents and such persons shall have the right to vote and to hold office.

- b) **Life Members**

Open to all persons entitled to apply for ordinary membership and such persons shall have the right to vote and to hold office.

- c) **Corporate Members**

Open to all firms, companies, organisations, government departments, clubs, societies and institutions registered in Singapore, who subscribe to the objects of the Society, and the single representative duly authorised in writing by any Corporate Member shall be the person entitled to a single vote and may not hold office.

d) **Honorary Members**

Conferred from time to time by the Committee provided their written consent to become such members is obtained, and such persons shall not have voting rights and may not hold office.

5.2 Persons who are below 18 years of age shall not be accepted as members without the written consent of their parent or guardian.

5.3 Only members who are above 21 years of age shall have the right to vote and to hold office in the Society.

APPLICATION FOR MEMBERSHIP

6.1 A person wishing to join the Society should submit his particulars to the Secretary on a prescribed form.

6.2 The Committee will decide on the application for membership.

6.3 A copy of the Constitution shall be furnished to every approved member upon payment of the membership fee.

ENTRANCE FEES, SUBSCRIPTIONS AND OTHER DUES

7.1 Subscriptions shall be determined by the General Meeting on recommendation from the Committee from time to time.

7.2 The Executive Committee at the start of its new term of office will determine the fees to be paid by members.

7.2.1 The annual subscription for Ordinary members will be waived for the first year of membership.

7.2.2 Ordinary members who had paid their subscription for 8 continuous years of membership will be converted to Life membership.

- 7.3 Annual subscriptions are payable in advance without request being made before the expiry dates. If a member falls into arrears with his subscription for more than three (3) months, he will automatically cease to be a member. If there were debts, the Committee may take legal action against him, provided that they are satisfied that he has received due notice of his debts.
- 7.4 Any additional fund required for special purposes may only be raised from members with the consent of the general meeting of the members.
- 7.5 The income and property of the Society derived shall be applied towards the promotion of the objects of the Society as set forth in this Constitution and no portion thereof shall be paid or transferred directly or indirectly by way of dividend or bonus or otherwise howsoever by way of profit to the persons who at any time are or have been members of the Society or to any of them or to any person claiming through any of them.

ADVISORY COUNCIL

- 8.1 For the furtherance of its purposes and objects, the Society shall be guided by an Advisory Council. Advisory Council members shall be appointed by special invitation from time to time by the Committee acting in their sole discretion. The criteria include being an elected member of the executive committee for 2 terms with good attendance at committee meetings during their terms. Such an appointment shall be for a period of office of two years. Council members who have completed their 2-year term of Office may at the sole discretion of the Committee be re-appointed for a second term of office. For members or non- members who do not meet the criteria but are referred to the Committee for consideration as an Advisory Council Member, the Committee may at its sole discretion appoint such a member to the Advisory Council.
- 8.2 The members of the Advisory Council shall have no voting rights and may not hold office.

SUPREME AUTHORITY AND GENERAL MEETINGS

- 9.1 The supreme authority of the Society is vested in a General Meeting of the members presided over by the President.
- 9.2 An Annual General Meeting shall be held in March.
- 9.3 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 thirty (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 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.
- 9.4 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 business to be transacted and simultaneously posting the agenda on the Society's notice board.
- 9.5 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 date, time, place of meeting and agenda shall be sent by the Secretary to all voting members.
- 9.6 Unless otherwise stated in this Constitution, voting by proxy shall not be allowed at all General Meetings.
- 9.7 The following points will be considered at the Annual General Meeting:
 - a) The previous financial year's accounts and annual report of the Committee.
 - b) Where applicable, the election of office-bearers and Honorary Auditors for the following term.

- 9.8 Any member who wishes to place an item on the agenda of a General Meeting may do so provided he gives notice to the Secretary one (1) week before the meeting is due to be held.
- 9.9 At least 25% of the total voting membership or thirty (30) voting members, whichever is the lesser, present at a General Meeting shall form a quorum. Proxies shall not be constituted as part of the quorum.
- 9.10 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 existing Constitution.

MANAGEMENT AND COMMITTEE

- 10.1 The administration of the Society shall be entrusted to a Committee consisting of the following to be elected at alternate Annual General Meeting:

A President

A Vice-President

A Secretary

An Assistant Secretary

A Treasurer

An Assistant Treasurer

Five (5) Ordinary Committee Members

Unless with the prior approval in writing of the Registrar or an Assistant Registrar of Societies, majority of the Committee Members shall be Singapore Citizens. In addition, the President, Secretary, Treasurer and their deputies shall be Singapore Citizens or Singapore Permanent Residents. Foreign Diplomats shall not serve as Committee Members.

10.1.1 The Committee will have the authority to co-opt additional members to assist the Committee on projects. Co-opted members must be Singapore Citizens or Permanent Residents.

10.1.2 Persons co-opted to the Committee must have the approval of the majority of the Committee members.

10.1.3 Unless approval is granted by a majority of the Committee, Co-opted members shall not have any voting rights at the Committee Meetings

10.2 Names for the above officer/s 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 may be reelected to the same or related post for a consecutive term of office. The term of office of the Committee is two (2) years. The Treasurer and Assistant Treasurer should only be held by a Board member for a maximum of 4 consecutive years. Re-appointment to the Treasurer and Assistant Treasurer position can only be considered after a lapse of at least two years after holding the position for 4 years.

10.3 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. In the event of a tie, a re-vote shall be taken and if it still results in a tie, a lot shall be drawn to determine who shall be the successful candidate unless the contesting candidate(s) withdrew in favour of one of themselves.

10.4 A Committee Meeting shall be held at least once every three (3) 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 of the Committee Members must be present for its proceedings to be valid. The executive committee may convene, hold, or conduct meetings through electronic means, including but not limited to video conferencing, teleconferencing, and other online platforms, provided that such meetings are conducted in accordance with relevant laws and regulations governing the conduct of meetings.

- 10.5 Any member of the Committee absenting himself from three (3) meetings consecutively without satisfactory explanations shall be deemed to have withdrawn from the Committee and a successor may be co-opted by the Committee to serve until the next Annual General Meeting. Any changes in the Committee shall be notified to the Registrar of Societies within two (2) weeks of the change.
- 10.6 The duty of the Committee is to organise and supervise the daily activities of the Society. The Committee may not act contrary to the expressed wishes of the General Meeting without prior reference to it and shall always remains subordinate to the General Meetings.
- 10.7 The Committee has power to authorize a total monthly expenditure not exceeding \$80,000 from the Society's funds for the Society's purposes.

DUTIES OF OFFICE-BEARERS

- 11.1 The President shall chair all General and Committee meetings. He shall also represent the Society in its dealings with outside persons.
- 11.2 The Vice-President shall assist the President and deputise for him in his absence.
- 11.3 The Secretary shall keep all records, except financial, of the Society and shall be responsible for their correctness. He will keep minutes of all General and Committee meetings. He shall maintain an up-to-date Register of Members at all times.
- 11.4 The Assistant Secretary shall assist the Secretary and deputise for him in his absence. And the Assistant Treasurer shall assist the Treasurer and deputise for him in his absence.

- 11.5 The Treasurer shall keep all funds and collect and disburse all moneys on behalf of the Association and shall keep an account of all monetary transactions and shall be responsible for their correctness. He is authorised to expend up to \$1,000 per month for petty expenses on behalf of the Society. He will not keep more than \$1,000 in the form of cash and money in excess of this will be deposited in a bank to be named by the Committee. Cheques, etc. for withdrawals from the bank will be signed by the Treasurer or in his absence or otherwise by the Assistant Treasurer and countersigned by either the President or the Vice-President or the Secretary.
- 11.6 The Assistant Treasurer shall assist the Treasurer and deputise for him in his absence.
- 11.7 Ordinary Committee Members shall assist in the general administration of the Society and perform duties assigned by the Committee from time to time.

AUDIT AND FINANCIAL YEAR

- 12.1 Two (2) voting members, not being members of the Committee, shall be elected as Honorary Auditors at each Annual General Meeting and will hold office for a term two (2) years only and shall not be re-elected for a consecutive term. The accounts of the Society shall be audited by a firm of Certified Public Accountants if the gross income or expenditure of the Society exceeds \$500,000 in that financial year, in accordance with Section 4 of the Societies Regulations, or as required by other relevant Regulations.
- 12.2 They:
- a) Will be required to audit each year's accounts and present a report upon them to the Annual General Meeting.
 - b) May be required by the 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.
- 12.3 The financial year shall be from 1st January to 31st December.

TRUSTEES

- 13.1 If the Society at any time acquires any immovable property, such property shall be vested in trustees subject to a declaration of trust.
- 13.2 The trustees of the Society shall:
- a) Not be more than four (4) and not less than two (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.
- 13.3 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 (1) 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.
- 13.4 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 it 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.
- 13.5 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.

VISITORS AND GUESTS

- 14 Visitors and guests may be admitted into the premises of the Society but they shall not be admitted into the privileges of the Society. All visitors and guests shall abide by the Society's rules and regulations.

PROHIBITIONS

- 15.1 Gambling of any kind, whether for stakes or not, is forbidden on the Society's premises. The introduction of materials for gambling or drug taking and of bad character into the premises is prohibited.
- 15.2 The funds of the Society shall not be used to pay the fines of members who have been convicted in court of law.
- 15.3 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.
- 15.4 The Society shall not attempt to restrict or interfere with trade or make directly or indirectly any recommendation to, any arrangement with its members which has the purpose or is likely to have the effect of fixing or controlling the price or any discount, allowance or rebate relating to any goods or service which is adversely affect consumer interests.
- 15.5 The Society shall not indulge in any political activity or allow its funds and / or premises to be used for political purposes.
- 15.6 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.
- 15.7 The Society shall not raise funds from the public for whatever purposes without the prior approval in writing of the Head, Licensing Division, Singapore Police Force and other relevant authorities.

AMENDMENTS TO CONSTITUTION

- 16 No alteration or addition/deletion to this Constitution shall be made except at a General Meeting and with the consent of two-thirds of the voting members present at the General Meeting, and they shall not come into force without the prior sanction of the Registrar of Societies and the Commissioner of Charities.

INTERPRETATION

- 17 In the event of any question or matter pertaining to day-to-day administration of the Society 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.

DISPUTES

- 18 In the event of any dispute arising amongst members, they shall attempt to resolve the matter at an Extraordinary General Meeting in accordance with this Constitution. Should the members fail to resolve the matter, they may bring the matter to a court of law for settlement.

DISSOLUTION

- 19.1 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.

- 19.2 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. In addition, if as at the date of commencement of its dissolution, the Society is an Institution of a Public Character as approved under the Charities Act, Cap 37, it shall be a condition that the institution or institutions to which its remaining assets is to be made shall also be an IPC as approved under the Charities Act, Cap 37 and having similar charitable objects, as the General Meeting of members may determine.
- 19.3 A Certificate of Dissolution shall be given within seven (7) days of the dissolution to the Registrar of Societies and the Commissioner of Charities.

CONFLICT OF INTERESTS

- 20.1 All committee members and paid staff should declare actual or potential conflicts of interest at the earliest opportunity. Conflict of interest declarations should be obtained from committee members and paid staff. The declaration of conflict of interest should be updated annually or as and when a conflict arises.
- 20.2 Whenever a member in any way directly or indirectly has an interest in a transaction or project or activity or other matter that will be discussed at a meeting, the member shall disclose the nature of his interest before the discussion on the matter begins.
- 20.3 The member concerned shall not participate in the discussion or vote on the matter in which the member has an interest. The member concerned shall not be counted as the quorum present at the meeting, and should also offer to withdraw from the meeting. The member's prohibition to vote shall not apply to any transaction or project or activity or other matter in which his interest is only as a member of the Society. The Committee shall decide if this should be accepted and shall in its sole discretion, determine whether a member has an interest, direct or indirect in the matter.

20.4 In the event of a disagreement on what constitutes an interest, the Committee shall decide on a simple majority of votes, with the President having a casting vote in the event of a tie. The Committee's decision shall be final and conclusive.

