

CONSTITUTION OF SWISS ASSOCIATION OF SINGAPORE

Art. 1 Name

The name of the Association is the Swiss Association of Singapore, hereinafter referred to as the "Swiss Association".

Art. 2 Place of Business

The Place of business of the Swiss Association is the "Embassy of Switzerland, 1 Swiss Club Link, Singapore 288162" or such other address as may subsequently be decided upon by the Committee and approved by the Registrar of Societies. The Swiss Association shall carry out its activities only in places and premises which have the prior written approval from the relevant authorities, where necessary.

Art. 3 Language

The official language of the Swiss Association shall be English.

Art. 4 Objectives

The Swiss Association is a non-political, non-religious and non-profit seeking association of Swiss nationals and persons with a close relation to Switzerland residing in Singapore.

The objectives of the Swiss Association are:

- to facilitate contact among Swiss nationals living in Singapore
- to foster friendship and contact between the Swiss community in Singapore and friends of Switzerland
- to liaise between the Swiss Embassy and the Swiss community in Singapore
- to act as a link between other Swiss organizations in Singapore and the Swiss community in Singapore
- to organize social and recreational events that are in the general interest of its Members and the Swiss community in general

Art. 5 Membership

Art. 5.1 Membership

Membership of the Swiss Association is open to all Swiss nationals and persons with a close relation to Switzerland residing in Singapore who have attained the age of eighteen (18) years and the children of such Members so long as such children are below the age of eighteen (18) years and reside in Singapore.

Any person whose application has been approved shall, upon payment of the annual membership fee, be admitted as a Member of the Swiss Association and shall be entitled to all the privileges of membership.

The number of Non-Swiss Members, i.e. persons not Swiss nationals, shall at no time exceed the number of Swiss Members.

In the event the number of Non-Swiss Members nears 50% of all Members, new non-Swiss applicants who are spouses of Swiss national Members shall be given preference over other applicants who are not spouses of Swiss national Members.

Art. 5.2 Honorary Membership

The Ambassador of Switzerland and his wife/her husband shall be invited to join the Swiss Association as Honorary Members during their term of service.

The Swiss Association shall have no other Honorary Members.

Art. 5.3 Life-, Overseas- and Corporate Membership

The Swiss Association shall not have Life-, Overseas-, Corporate- or other special memberships.

Art. 6 Annual Membership Fee

The annual membership fee for Members is payable within two month of the new financial year.

The annual membership fee shall be the same for all Members, regardless of status, length of membership or other factors, except that Honorary Members shall be exempt from payment of membership fees.

Children of Members below the age of eighteen (18) shall pay no annual membership fee.

Full time students over the age of eighteen (18) who are temporarily residing in Singapore shall be admitted, upon application, to the Swiss Association for up to twelve (12) months without paying the annual membership fee.

Single membership fee is only applicable to single/widowed/divorced person without children. (amended AGM March 2008 approved by ROS 26.5.2008)

A new Member, other than the Honorary Member, shall be charged a full year's membership fee if he/she joins the Swiss Association between the 1st January and 30th June in any year and half a year's membership fee if he/she joins between 1st July and 31st December in any year.

If a Member falls into arrears with his/her annual membership fee and fails to settle his/her arrears within one month of their becoming due, he/she shall be denied the privileges of membership until he/she settles his/her account. If he/she falls into arrears for more than two months, he/she will automatically and without further notice cease to be a Member.

Art. 7 Rights and Obligations of Members

All Members have equal rights and shall support as actively as possible the goals of the Swiss Association. They should observe the deadlines for the annual membership fee payment and give notice to the Swiss Association of any change of personal data, e.g. change of address or status.

Members who are above the age of twenty-one (21) shall have the right to hold office in the Swiss Association.

All Members above the age of eighteen (18) years and having paid the annual membership fee shall be entitled to one vote.

There shall be no voting by proxy.

The liability of members is limited to the annual membership fee.

Art. 8 Application for Membership

A person wishing to join the Swiss Association must submit his/her particulars to the Secretary on a standard application form available from the Swiss Association. The Committee shall approve all membership applications in accordance with this Constitution.

A copy of the then-current Constitution shall be furnished to Members upon request.

Art. 9 Resignation or Expulsion

Any Member may resign his/her membership by written notice to the Secretary and shall pay up all his/her dues.

The Committee may propose the expulsion of any Member to the General Meeting if in its opinion he/she has been guilty of any misconduct. The decision of the General Meeting shall be final.

Art. 10 General Meeting

The supreme authority of the Swiss Association is vested in a General Meeting of the Members. A General Meeting shall be convened by giving non-less than twenty-one (21) days' notice in writing by the President to every Member at his/her address shown on the records of the Swiss Association.

An Annual General Meeting shall be held in the first quarter of every calendar year.

Art. 11 Extraordinary General Meeting

At other times, an Extraordinary General Meeting must be called by the President on the request in writing of not less than twenty-five (25)% of the total voting membership or fifty (50) voting Members, whichever is the lesser, or may be called at anytime by order of the Committee. The Extraordinary General Meeting shall be convened within two months from receiving a request to convene the Extraordinary General Meeting.

If the Committee does not within two (2) months after the date of 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 at the Swiss Association's place of business.

Art. 12 Chairman of General Meetings

The President, or in his/her absence the Vice-President, shall chair both the Annual and any Extraordinary General Meetings.

Art. 13 Quorum of General Meetings

At least twenty-five (25)% of the total voting membership or fifty (50) voting Members, whichever is the lesser, present at a General Meeting shall form a quorum as long as at least fifty (50)% of the voting Members present are Swiss nationals.

If a quorum is not reached at the Annual General Meeting, the Member presiding over this meeting shall convene an Extraordinary General Meeting, which is to take place not less than twenty-one day later. The Members then present shall form the quorum.

In the event of there being no quorum at the commencement of an Extraordinary General Meeting or not at least fifty (50)% of the voting Members present are Swiss nationals, 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.

All decisions and votes in General Meetings are taken by simple majority of the Members present, except changes to the Constitution which require a majority of two-thirds (2/3) of the Members present at the General Meeting.

In the event of a tie, the chairman of the General Meeting shall cast a deciding vote.

Art. 14 Agenda of Annual General Meeting

The following points will be on the agenda at the Annual General Meeting:

- Decision on proposed amendments to and alterations of the Constitution of the Swiss Association
- President's report on the activities of the Swiss Association during the year under review and its approval
- Treasurer's report on the financial account of the preceding financial year and its approval
- Election of the Committee
- Election of the auditors
- Discussion and decision on any other proposal submitted to the meeting

Any Member who wishes to place an additional item on the agenda of a General Meeting might do so provided he/she gives written notice to the Secretary at least two (2) weeks prior to the meeting.

Art. 15 Committee

The administration of the Swiss Association shall be entrusted to a Committee consisting of the following Members to be elected/re-elected at each Annual General Meeting:

- President
- Vice-President
- Secretary
- Treasurer
- Up to 5 other members (amended AGM March 2008 approved by ROS May 2008)

The President must always be a Swiss national and there shall not be more than two Non-Swiss national Members in the Committee at any one time. Foreign Diplomats shall not serve as Committee Members.

All office bearers may be re-elected to the same or related post for a consecutive term of office, provided, however, that the term of office for any Member of the Committee is limited to a maximum of three consecutive years. Such office bearer may however stand for election again after a minimum of twelve months have elapsed.

All Members serving on the Committee act in an honorary capacity.

In the event that any Member of the Committee resigns from the Committee, the Committee may appoint a successor to serve until the next Annual General Meeting. The Committee may appoint at any time one or several Members to handle special projects and events.

A Committee Meeting shall be held as often as necessary subject to a minimum of six meetings per year. The President may call a Committee Meeting at any time by giving adequate notice. At least a majority of the Committee Members must be present for its proceedings to be valid.

All decisions in Committee Meetings are taken by simple majority.

In the event of a tie, the chairman shall cast the deciding vote.

Any changes in the membership of the Committee shall be notified to the Registrar of Societies within two weeks.

The duty of the Committee is to organise and supervise the activities of the Swiss Association. The Committee may not act contrary to the expressed wishes of the General Meeting without prior reference to it and shall always remain subordinate to the General Meetings.

Art. 16 Duties of Office Bearers

The President shall chair all General and Committee Meetings. He/she shall also represent the Swiss Association in its dealings with external organizations and persons.

The Vice-President shall assist the President and act as deputy for him/her in his/her absence.

The Secretary shall keep all records, except financial, of the Swiss Association and shall be responsible for their correctness. He/she will keep minutes of all General and Committee Meetings and maintain an up-to-date Register of Members at all times.

The Treasurer shall keep all funds and collect and disburse all moneys on behalf of the Swiss Association and shall keep records of all monetary transactions and shall be responsible for their correctness.

Cheques, etc. for withdrawals from the bank shall be signed by any two of the following Committee Members: Treasurer, President, Vice-President and Secretary.

Ordinary Committee Members shall assist in the general administration of the Swiss Association and perform duties assigned by the Committee from time to time.

As a rule the President or the Secretary, shall sign all correspondence in the name of the Swiss Association. Financial related correspondence shall be signed either by the Treasurer, President, Vice-President or Secretary.

The Committee shall not be liable for any loss occasioned by the exercise of its powers, except to the extent that such loss is the result of the negligence, gross negligence or intentional misconduct of the Committee or its Members.

Art. 17 Audit and Financial Year

Two voting Members, not being Members of the Committee and not being related by family to any Committee Member, shall be elected as Auditors at each Annual General Meeting and will hold office for a term of one year only after which they may be re-elected for a consecutive term.

The accounts of the Swiss Association shall be audited by a firm of Certified Public Accountants if the gross income or expenditure of the society exceeds S\$500,000 in that financial year, in accordance with Section 4 of the Societies Regulations.

The financial year shall be from 1st January to 31st December.

Art. 18 Duties of Auditors

The Auditors

- Will be required to audit each year's accounts and present a report upon them to the Annual General Meeting
- May be required by the President to audit the Swiss Association's accounts for any period within their tenure of office at any date and make a report to the Committee

Art. 19 Prohibitions

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 at the functions of the Swiss Association. The introduction of materials for gambling or drug taking and of bad characters to any function of the Swiss Association is prohibited.

The funds of the Swiss Association shall not be used to pay the fines of Members who have been convicted in court of law.

The Swiss Association 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.

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

The Swiss Association shall not hold any lottery, whether confined to its Members or not, in the name of the Swiss Association or its office-bearers, Committee or Members unless with the prior approval of the relevant authorities.

The Swiss Association 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.

Art. 20 Amendments to Constitution

No alteration or addition/deletion to these Articles shall be made except at a General Meeting and with the consent of two-thirds (2/3) 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.

Art. 21 Interpretations

In the event of any questions or matter pertaining to day-to-day administration, which is not expressly provided for in these Articles of the Swiss Association, 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.

Art. 22 Disputes

In the event of any dispute arising amongst Members, they shall attempt to resolve the matter at an Annual General Meeting or an Extraordinary General Meeting in accordance with this Constitution of the Swiss Association. Should the Members fail to resolve the matter, they may bring the matter to a court of law for settlement according to Singaporean Law.

Art. 23 Dissolution

The Swiss Association shall not be dissolved except with the consent of not less than three-fifths (3/5) of the Members of the Swiss Association entitled to vote at a General Meeting convened for the purpose.

In the event of the Swiss Association being dissolved as provided above, all debts and liabilities legally incurred on behalf of the Swiss Association 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.

A Certificate of dissolution shall be given to the Registrar of Societies within seven days of the dissolution.

Art. 24 Visitors and Guests

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

- End -