

CONSTITUTION OF YALE CLUB (SINGAPORE)

I. NAME

The name of this association is the “Yale Club (Singapore)” (hereinafter referred to as the “Club”).

II. PLACE OF BUSINESS

The place of business shall be at 30 Merchant Road, #01-05, Riverside Point c/o Devin Kimble, Singapore 058282, or such other approved addresses as may subsequently be decided by the Executive Committee and approved by the Registrar of Societies.

III. OBJECTS

The objects of the Club are primarily reunions of graduates or former students of any of the schools of Yale University, New Haven, Connecticut, United States (hereinafter “Yale”) living and/or working in Singapore, both for social and informational occasions, and from time to time promoting contacts between Yale University and various organisations or agencies, public and private, in the Republic of Singapore. Providing information to students interested in attending Yale will constitute an ongoing, although not primary, purpose.

IV. MEMBERSHIP

There shall be four categories of membership:

- A. Regular Members. Regular members are men and women who have matriculated at Yale, on a full-time student basis, for at least one full semester, whether or not they received degrees. Regular members also include holders of any honorary degree from the University, and present or former members of the Yale faculty or members of the University’s executive staff, who are normally resident in Singapore at the time of their application for membership.
- B. Associate members. Associate members are individuals who, at the recommendation of the Executive Committee subject to the approval of a majority of a quorum represented at any general meeting, can become members. Such individuals shall generally constitute spouses, parents or children of individuals who are regular members or who are entitled to become regular members.
- C. Non-resident members. Non-Resident members are individuals who are entitled to be either Regular members or Associate members but who are not residents in Singapore.

- D. Honorary members. Honorary members are those individuals who have rendered outstanding or meritorious service to Yale or to the Club, or are otherwise recommended by the Executive Committee, and who must be approved for Honorary membership by the majority of a quorum of members at a general meeting. NB: Honorary members may or may not be individuals who have met the requirements for regular membership under Section IV (A).
- E. Membership procedures. A person wishing to join the Club should submit his/her particulars to the Secretary. The applicant, if meeting the requirements stated in Section IV(A to D), will be accepted. The Executive Committee has a period of three months from the application date to vote to reject membership, on grounds of moral character. A copy of the Club's constitution shall be provided to every approved applicant who has paid his/her first subscription.
- F. Memberships cannot be transferred between individuals.

V. ENTRANCE FEES, MEMBERSHIP AND OTHER DUES

- A. There shall be no entrance fee payable.
- B. The annual membership dues for Regular members, Associate members and Non-resident members shall be reviewed and determined by the Executive Committee on an annual basis and reported each year at the Annual General Meeting
- C. Honorary members shall not need to pay any annual membership dues.
- D. All membership dues collected are final and there shall be no refund or credit of membership dues paid.
- E. Generally not covered by the annual dues are such expenses as food and beverages, room and equipment rentals, sporting events, trips, seminars, and the like, which may require ad hoc special assessments as determined by the Executive Committee and approved by the majority at a general meeting.

VI. RESIGNATIONS

- A. A member may resign in writing to the Executive Committee.
- B. A member who does not resign in writing may be deemed to have resigned if the member does not pay the annual membership dues.

VII. SUPREME AUTHORITY AND GENERAL MEETINGS

- A. The supreme authority of the Club is vested in a general meeting of the members presided over by the President.
- B. An Annual General Meeting shall be held each year in March. At other times a General Meeting must be called by the President on the request in writing of ten or more members and may be called at any time by order of the Executive Committee. A minimum of ten members shall be considered to have formed a quorum at a General Meeting. NB: Unless otherwise noted, Annual General Meetings are considered General Meetings.

- C. At least two weeks' notice will be given of an Annual General Meeting and at least ten days' notice of any other General Meeting and particulars of its agenda must also be transmitted at that time. The Annual General Meeting will consider the previous financial year's accounts and annual report of the Executive Committee officers and Hon. Auditors for the following year until the next Annual General Meeting.
- D. 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 week before the meeting is due to be held.
- E. 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 meeting then be insufficient to form a quorum, those present shall be considered a quorum, but they shall have no power to alter, amend or make additions to any of the existing rules.

VIII. VOTING

- A. The entitlement to vote on Club matters shall be confined to Regular Members and Associate Members who have fully paid their dues at the time of the General Meeting.
- B. All matters pertaining to Club activities on which a vote is required will be decided by a majority vote of the members present, except for amendments to the Constitution or admission or expulsion of members, or approval of the financial accounts, all of which shall require a two-thirds vote of the members present.

IX. QUORUMS, PROXIES

- A. A necessary quorum for voting shall consist of Eligible Members as defined by Regular and Associate Members who are fully paid. In determining a quorum, Non-Resident Members shall not be counted. A quorum must consist of at least ten (10) Eligible Members.
- B. Proxies signed by Regular and Associate Members may be used for voting. A proxy must be witnessed. A sealed proxy may be given to any member of the Club to vote at a General Meeting.

X. MANAGEMENT AND COMMITTEE

- A. The administration of the Club shall be entrusted to an Executive Committee consisting of the following to be elected at each Annual General Meeting:
1. President
 2. Vice President
 3. Secretary
 4. Treasurer
 5. Officer-at-large
- B. 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 officers may be re-elected for a consecutive term.
- C. An Executive Committee meeting shall be held at least once every ninety days after 5 days' notice to Committee members. The President may call an Executive Committee meeting at any time giving three days' notice. Majority of the Committee members must be present for the proceedings to be valid.
- D. Any member of the Executive Committee absenting himself from three meetings consecutively without satisfactory explanations shall be deemed to have withdrawn from the Executive Committee and a successor may be co-opted by the Executive Committee to serve until the next Annual General Meeting. Any change in the Executive Committee shall be notified to the Registrar of Societies within two weeks of the change.
- E. The duty of the Executive Committee is to organise and supervise the activities of the Club and to make decisions affecting its running when the general meeting is not sitting. It may not act contrary to the expressed wishes of the general meeting without prior reference to it and always remains subordinate to the general meetings.
- F. The Committee has power to authorise the expenditure of a sum not exceeding \$1000 (Singapore) per month from the Club's funds for the Club's purposes.

XI. DUTIES OF OFFICERS

The duties of the officers are as follows:

- A. The President shall act as Chairman at all general and Executive Committee meetings. He shall also represent the Club in its dealings with outside persons.
- B. The Vice-President shall assist the President and deputise for him in his absence.

- C. The Secretary shall keep all records, except financial, of the Club and shall be responsible for their correctness. He or she will keep minutes of all general and Executive Committee meetings, maintain an up-to-date Register of members at all times and coordinate the organisation of Yale Club (Singapore) activities.
- D. The Treasurer shall keep all funds and collect and disburse all moneys on behalf of the Club and shall keep an account of all monetary transactions and be responsible for their correctness. He is authorised to expend up to \$500 per month for petty expenses on behalf of the Club. He will not keep more \$200 in the form of cash, and money in excess of this will be deposited in a bank to be named by the Executive Committee. Cheques, etc. for withdrawals from the bank must be signed by the President or the Vice-President in addition to the Treasurer.
- E. The Officer-at-large shall aid any of the above officers in the execution of their duties. As a member of the Executive Committee familiar with the organisation and its officers' duties, he or she may be asked to perform the functions of other officers in their absence or if an officership is temporarily vacant.
- F. The Executive Committee may also, on an ad hoc basis, seek help from members to assist in areas such as, but not limited to organising activities and providing information to prospective students. Doing so does not relinquish Executive Committee Members from their core duties described in Sections XI (C), (D) and (E).

XII. AUDIT AND FINANCIAL YEAR

- A. Two members who are not members of the Executive Committee shall be elected as Honorary Auditors at each Annual General Meeting and will hold office for a term of one year only and shall not be re-elected for a consecutive term. The accounts of the Club shall be audited by a firm of Public Accountants and Chartered Accountants if the gross income or expenditure of the Club exceeds \$500,000 in that financial year, in accordance with Section 4 of the Societies Regulations. The Honorary Auditors will be required to audit each year's accounts, and present a report on them at the Annual General Meeting. They may be required by the President to audit the Club's accounts for any period within their tenure of office at any date and make a report to the Executive Committee.
- B. The financial year shall be from 1st January to 31st December.

XIII. PROHIBITIONS

- A. Gambling of any kind whether for stakes or not is forbidden on the Club's premises. The introduction of materials for gambling or drug taking and of bad characters into the premises is prohibited.
- B. The funds of the Club shall not be used to pay the fines of members who have been convicted in court.
- C. The Club 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.

- D. The Club shall not attempt to restrict or interfere with trade or make directly or indirectly any recommendation to, an 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 services, which adversely affects consumer interest.
- E. The Club shall not hold any lottery, whether confined to its members or not, in the name of the Club or its off-bearers, Executive Committee or members unless prior written approval from the relevant authorities has been obtained.
- F. The Club shall not engage in any political activity or allow its funds and/or premises to be used for political purposes.
- G. The Club 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.

XIV. TRUSTEES

If the Club at any time acquires any immovable property, such property shall be vested in Trustees subject to a declaration of trust. Any trustee may at any time resign his trusteeship. If a trustee dies or becomes a lunatic or of unsound mind or moves permanently or is absent from the Republic of Singapore for a period of one year, he shall be deemed to have resigned his trusteeship. If a trustee is guilty of misconduct of such a kind as to render it undesirable that he continues as a trustee, a General Meeting may remove him from his trusteeship. Vacancies in the trusteeship may be filled at a General Meeting, but the number shall not be greater than four or less than two. 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 mail a document containing such proposal at least two weeks before the meeting at which the proposal is to be discussed. The result of such meeting shall then be notified to the Registrar of Societies. The addresses of immovable properties, names of trustees and any such changes must be notified to the Registrar of Societies.

XV. DISPUTES

In the event of any dispute arising among the members, they shall table the matter of resolution before an Extraordinary General Meeting to be held in accordance with the Constitution. If the members fail to resolve the matter at the Extraordinary General Meeting, they shall bring the matter before a court of law for resolution.

XVI. AMENDMENTS TO RULES

The club shall not amend its Constitution without the prior approval in writing of the Registrar of Societies. 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.

XVII. INTERPRETATION

In the event of any question or matter arising out of any point which is not expressly provided for in the rules, the Executive Committee shall have power to use their own discretion. The decision of the Executive Committee shall be final unless it is reversed at a general meeting of member.

XVIII. DISSOLUTION

- A. The Club shall not be dissolved, except with the consent of not less than two-thirds of the members of the Club for the time being resident in Singapore expressed, either in person or by proxy, at a general meeting convened for the purpose.
- B. In the event of the Club being dissolved as provided above, all debts and liabilities legally incurred on behalf of the Club shall be fully discharged, and the remaining funds will be donated to an approved charity or charities in Singapore.
- C. A Certificate of dissolution shall be given within 7 days of the dissolution to the Registrar of Societies.