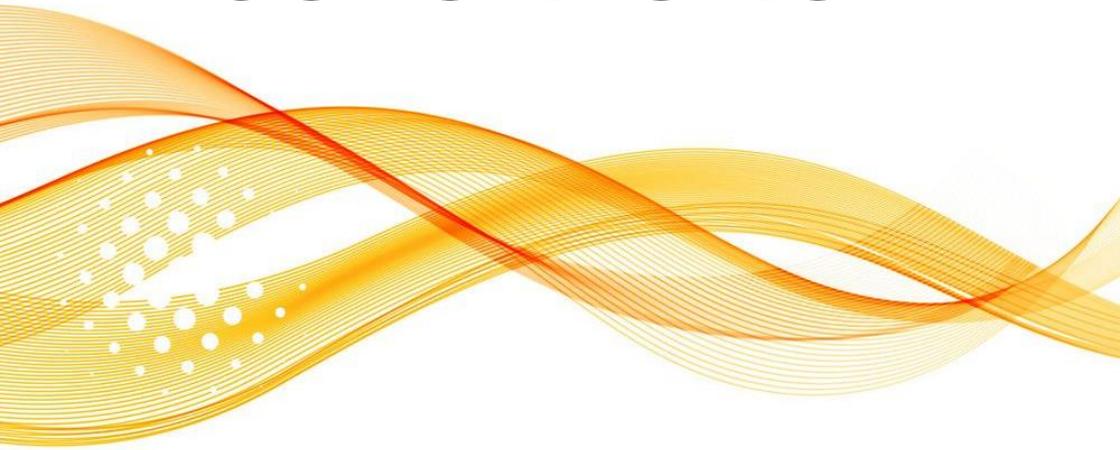


SIMSOCIETY

SINGAPORE INSTITUTE OF MANAGEMENT SOCIETY

CONSTITUTION



SINGAPORE INSTITUTE OF MANAGEMENT SOCIETY CONSTITUTION

NAME

- I. This organisation shall be known as the SINGAPORE INSTITUTE OF MANAGEMENT SOCIETY, hereinafter referred to as the Institute.

OFFICES

- II. The Offices of the Institute shall be located at suitable premises to be determined by its Governing Council and specified in Appendix A to this Constitution. Prior approval of the Registrar of Societies shall be obtained for any change of address.

OBJECTS AND POWERS

III. Objects And Powers

- (a) The objects for which the Institute is established are:-
 - (i) to foster and develop human resources with emphasis on management training and development through the organisation of appropriate activities and services;
 - (ii) to promote the practice of the art and science of management and human resource development;
 - (iii) to promote education in the principles and practices of management and human resource development;
 - (iv) to set standards of knowledge, training and experience in the science and practice of management and human resource development;
 - (v) to build up and maintain a body of knowledge in management and human resource development, to increase this body of knowledge by promoting, conducting and supporting research into the art and science of management and human resource development and to disseminate or make available and accessible such knowledge for the benefit of the Institute's members;
 - (vi) to bring together persons and organisations interested in the art and science of management and to stimulate their interest in the importance of effective management and human resource development through the dissemination and exchange of information and idea; and
 - (vii) to widely promote the Institute's objects and to actively expand the Institute's activities and services through investments and otherwise.

- (b) The Institute shall have the powers to carry out the following activities and services in furtherance of its objects:
- (i) to organise courses, conferences, discussions, seminars and study tours relating to management and human resource development subjects or topics;
 - (ii) to award certificates, diplomas and post-graduate diplomas in respect of courses in management and human resource development subjects or topics which follow well-defined curricula, to maintain high standards of instruction, and to set well regulated examinations;
 - (iii) to offer undergraduate degree programmes and post graduate degree programmes and to award undergraduate degree and post graduate degrees thereof, whether independently on its own as a tertiary educational institute or through such other tertiary educational institution, company, body, corporate or university set up or established by it (whether directly or indirectly), or in conjunction with other established universities;
 - (iv) to publish journals and other literature pertaining to management and human resource development;
 - (v) to maintain a library of books, periodicals, on-line or electronic databases and multi-media materials on all aspects of management and human resource development for the benefit of members and all persons duly registered with the Institute and attending courses in business, management, human resource development subjects or any other subject approved by the Governing Council, whether on a part-time or full-time basis;
 - (vi) to accept gifts or bequests from any person, body or organisation and to utilise such gifts or bequests to further the objects of the Institute;
 - (vii) to provide products and services on management and human resource development matters, such as human resource management products, research and development services, consultancy and advisory services, administrative, financial and corporate affairs consultancy services, information technological services, qualitative management services, stakeholder services, facility and asset management services and any other products and services as are in the opinion of the Governing Council in furtherance of the objects of the Institute;

- (viii) to affiliate the Institute, as the Governing Council thinks fit, with any body or organisation whether locally or overseas, whose interests and/or objects are similar to those of the Institute;
- (ix) to invest the monies of the Institute in such investments, securities or property as the Governing Council deems fit as being in the interest of the Institute or for the promotion of its objects;
- (x) to purchase, take on, lease, exchange, hire or otherwise acquire any real or personal property, patents, licences, rights or privileges which the Governing Council may think necessary or convenient for the purposes of its activities and to construct, maintain and alter any buildings or works necessary or convenient for the purposes of the Institute;
- (xi) to acquire, hold, sell, improve, manage, develop, turn to account, let on rent, or otherwise grant licences, easements and other rights in or over and in any other manner dealing with or disposing of any property, buildings or land as the Governing Council may think necessary or convenient for the furtherance of the Institute's objects;
- (xii) to borrow or raise money for the purposes of the Institute on such terms and on such security as the Governing Council shall think fit;
- (xiii) to establish and/or support any charitable association, body or institution or trusts and to subscribe or guarantee money for charitable purposes in particular for the advancement of education, calculated to further the objects of the Institute; and
- (xiv) to carry on any other activities whatsoever which may, in the opinion of the Governing Council be advantageous or conveniently carried on by the Institute by way of extension of or in connection with or as ancillary to any such activities as aforesaid or is calculated directly or indirectly to develop any branch of the Institute's activities or to increase the value of or turn to account any of the Institute's assets, properties or rights or advances the Institute's interests or objects such as the establishment or promotion of any company or the acquisition and holding of shares or securities in any such company.

The word "management" shall mean management in the widest sense of the word and shall include management in all forms of industry, commerce, agriculture, trade, government, public organisations and in relation to institutions of all kinds.

MEMBERSHIP

IV. Categories Of Membership And Eligibility

- (a) **Individual Membership:** There shall be 3 classes of individual membership:
- (i) **Fellows** – Persons who have distinguished themselves in the field of management or made significant contributions to the growth and development of the Institute or hold general management responsibility at board or at chief executive level of such scope and duration as may be approved by the Governing Council may apply for membership as Fellows.
 - (ii) **Ordinary Members** – Persons who are owners / proprietors or hold positions at board / departmental / divisional / branch / executive levels with appropriate professional and/or academic qualifications as may be approved by the Governing Council may apply for membership as Ordinary Members.
 - (iii) **Associate Members** – Persons who are actively engaged in industry, commerce or a public organisation and have completed a course approved by the Governing Council (whether on a part-time or full-time basis) or are suitably recommended for membership as determined by the Governing Council may apply for membership as Associate Members.

Persons who are at least 60 years of age, retired from full-time business activity and occupation and have been a member of the Institute for at least 10 years may apply for membership as Associate (Silver).
- (b) **Corporate Membership:** Corporate Memberships shall be granted to institutions, bodies or organisations as may be approved by the Governing Council.
- (c) **Other Grades of Membership:** There shall be such other grades of membership as the Governing Council may from time to time recommend to the Institute (subject to the approval of the Registrar of Societies and the approval of the Institute at a General Meeting.)

V. Admission To Membership

- (a) Any person, institution, body or organisation desiring to be admitted to membership of the Institute shall make an application to the Secretary in accordance with such procedure as may be laid down by the Governing Council in the By-Laws.
- (b) Applications for new memberships (all categories) shall be proposed and seconded by Voting Members (defined in Clause VII(b) below). Such applications shall be submitted to the Governing Council for its approval.
- (c) Payment of the necessary entrance fees and subscriptions by such applicants which have been approved for membership by the Governing Council shall constitute admission to membership.
- (d) A copy of the Constitution of the Institute, together with all By-Laws enacted under it, shall be supplied to every member on admission.

VI. Entrance Fees, Subscriptions And Other Dues

Entrance fees, annual subscriptions and other dues for Individual Members and Corporate Members shall be determined and may only be varied by a General Meeting of the Institute. Entrance fees, annual subscriptions and other dues for other grades of members shall be as determined by the Governing Council from time to time. The current rates of entrance fees, subscriptions and other dues shall be set out in Appendix B to this Constitution. Any special levy for particular purposes in furtherance of the objects of the Institute may only be raised from members with the consent of a General Meeting of the Institute. In furtherance of the objects of the Institute, the Governing Council may, at any time, grant waivers or discounts on the entrance fees, annual subscriptions and/or other dues, for particular purposes, for any period and on such terms as it sees fit.

- (a) **Entrance Fees** Unless otherwise determined by the Governing Council, entrance fees and other dues are payable within four weeks of approval of admission to membership. Failure to pay within the prescribed time may result in withdrawal of such approval.
- (b) **Annual Subscriptions** Unless otherwise determined by the Governing Council, annual subscriptions are payable in advance on admission and thereafter annually. The Governing Council shall have the power to enact such By-Laws as it sees fit to regulate the payment of annual subscriptions by members who are absent from Singapore and their rights and privileges as members for the period of their absence.

- (c) **Arrears** When a member falls into arrears with subscriptions or other approved dues, his attention shall be drawn to it immediately by the Treasurer. The rights and privileges of a member in arrears may be suspended at any time by the Governing Council until such arrears are made good. If he continues to default with his payments for more than six months after his attention has been drawn to it, he shall automatically cease to be a member. The Governing Council may in its discretion for good cause shown reinstate such a member upon such terms and conditions, if any, as the Governing Council may consider fit in the circumstances.

VII. Rights And Privileges Of Members

- (a) All members shall receive all notifications and circulars concerning the affairs of the Institution.
- (b) All Fellows, Ordinary Members and Accredited Representatives of Corporate Members (defined in Clause VII(d) below) shall be entitled to attend all General Meetings of the Institute. They shall be entitled to one vote each at General Meetings. They shall also be known as Voting Members.
- (c) All Fellows and Ordinary Members (who are Singapore citizens or permanent residents) shall be eligible to stand for election to the Governing Council.
- (d) Each Corporate Member shall be entitled to nominate one Accredited Representative as its representative to attend General Meetings subject to the Governing Council being given prior written notification of the nomination. Alternate representatives may also be approved by the Governing Council for each Corporate Member's Accredited Representative, but no Corporate Member may have more than one Accredited Representative or alternate representative at any one General Meeting. Each Corporate Member shall have one vote at all General Meetings, through its Accredited Representative or alternate representative.

VIII. Cessation Of Membership

Membership of the Institute may be discontinued through:

- (a) the giving of a notice of resignation in writing to the Secretary. Such a member shall remain liable for all arrears due;
- (b) the application of the provisions of Clause VI(c); and
- (c) disciplinary action being taken against the member as provided for under Clause X(c) (vii). Such member shall remain liable for all arrears due.

MANAGEMENT OF THE INSTITUTE

IX. The Governing Council

(1) Composition

The Management of the Institute shall be vested in a Governing Council (hereinafter referred to as "Council"), consisting of:-

- (a) at least five and no more than ten members of the Council (hereinafter referred to as "Council Members") to be elected at the Annual General Meeting from among Fellows and Ordinary Members, in accordance with the procedures prescribed under any By-Laws which the Council may enact;
- (b) such members as may be co-opted by the Council in accordance with its powers under Clause X(c) (iii). Such co-opted members shall have no voting rights in the Council and shall not stand for office under Clause X(a); and
- (c) an Executive Director appointed by the Council, who shall be, ex-officio, but shall have no voting rights in the Council, and who shall not concurrently hold the role of Secretary and/or Treasurer in the Institute.

(2) Disqualification

A Council Member shall cease to be a Council Member if:

- (a) he ceases to be a member of the Institute;
- (b) as an Accredited Representative of a Corporate Member, he ceases to be a member of the organisation he represents;
- (c) as an Individual Member, he is adjudicated a bankrupt or if as an Accredited Representative of a Corporate Member, the organisation he represents is wound up or dissolved;
- (d) he is found to be of unsound mind;
- (e) he neglects or refuses to comply with any Clause of this Constitution or any By-Law enacted under this Constitution for the time being, after written notice is sent to him by registered post by the Secretary on the instructions of the Council directing his attention to such neglect or refusal; or
- (f) he absents himself from two consecutive meetings without satisfactory reason in writing.

(3) Term of Office

- (a) All Council Members shall hold office for two years from their election at an Annual General Meeting.
- (b) All Council Members shall be eligible for re-election at an Annual General Meeting but no Council Member shall hold office for more than four consecutive two-year terms.

(4) Removal of Council Member from Office prior to the Expiry of his/her Term

- (a) An Extraordinary General Meeting to remove an existing Council Member may only be convened by the existing Council. The Secretary, if required to do so in writing by five Council Members, must convene a Council meeting to discuss the said removal within seven days. Notice of the agenda of the Extraordinary General Meeting must be provided three days before the said Council meeting to all Council Members.
- (b) The Secretary shall notify all Voting Members in writing of the Council's proposal to remove an existing Council Member not less than fourteen days before the date fixed for the Extraordinary General Meeting.
- (c) Any proposed removal of an existing Council Member shall require a two-thirds majority of those present and voting to be carried.
- (d) The Council Member sought to be removed shall have a right to make representations at the Extraordinary General Meeting before the voting is conducted.

X. Duties And Powers Of The Council

- (a) The Council shall be responsible for the overall management of the Institute. At its first meeting after each Annual General Meeting, it shall if necessary elect a Chairman and a Vice-Chairman from among its Council Members.
- (b) The Council shall be responsible for drawing up an Annual Report and Statement of Accounts, and an estimate of income and expenditure and a draft programme of activities for each ensuing year, and present these at each Annual General Meeting.
- (c) The Council shall have powers at any of its meeting to:-
 - (i) enact any By-Laws necessary to ensure the proper management and administration of the Institute;
 - (ii) appoint on such terms as it may determine an Executive Director of the Institute, and such other staff as it considers

- necessary, for the day-to-day administration of the Institute;
- (iii) co-opt such other members to serve on the Council until the next Annual General Meeting as it thinks fit to assist it in carrying out its duties and functions;
 - (iv) fill any vacancy arising in the Council until the next Annual General Meeting;
 - (v) appoint Committees or Sub-Committees for any purpose as it considers necessary for the proper management and administration or furtherance of the objects of the Institute;
 - (vi) approve or refuse admission of applicants to membership of the Institute; such action may be based upon the recommendations of a Membership Committee which it may appoint;
 - (vii) impose such disciplinary action as it thinks fit on any member acting in a manner contrary to the objects or detrimental to the interests of the Institute determined in the sole discretion of the Council; such action may be based upon the recommendations of a Disciplinary Committee which it may appoint;
 - (viii) determine the affiliation of the Institute with other bodies or organisations as provided for under Clause III(b) (viii);
 - (ix) establish or promote any company, acquire and hold the shares or securities of any such company and appoint directors to the board of directors of such a company for the purposes stated in Clause III(b) (xiii); and
 - (x) bestow upon such deserving persons who, in their opinion, have contributed substantially to the Institute, the title of "Honorary Chairman", "Patron" or any other befitting title without requiring the prior approval of the Institute at a General Meeting.

XI. Meetings Of The Council

- (a) The Council shall meet at least once in every three months. Such meetings shall be convened by the Secretary, on instructions from the Chairman.
- (b) Any three Council Members shall have the right to convene a meeting of the Council by giving notice to all Council Members in writing not less than twenty four (24) hours before the proposed time for the meeting.
- (c) The quorum at a meeting of the Council shall be three Council Members present when the meeting is called to order.

- (d) All Council Members except co-opted members and the Executive Director, shall be entitled to one vote each. In the event of a tie, the Chairman of the meeting shall be entitled to a casting vote. All decisions shall be by simple majority of the Council Members present and voting.
- (e) Council Members shall have an obligation to disclose their interests, if any, in all matters that are discussed and may be voted on at Council meetings.

XII. Office Bearers Of The Institute

The Office Bearers of the Institute and their duties and functions are as follows:-

- (a) **Chairman** The Chairman of the Council shall normally chair all General Meetings and Council Meetings of the Institute. He shall also represent the Institute in its dealings with outside persons and organisations in accordance with principles and policies as determined by the Council.
- (b) **Vice-Chairman** The Vice-Chairman shall assist the Chairman in his duties and deputise for him in his absence.

The Chairman and the Vice-Chairman shall be eligible to serve in the same capacity for a maximum of 2 consecutive 2-year terms.

- (c) **Executive Director** The Executive Director appointed by the Council under Clause X(c) (ii) shall not concurrently hold the position of Secretary and/or Treasurer of the Institute and shall be governed by the following provisions:-
 - (i) he shall be appointed in an executive capacity and shall be a paid officer of the Institute responsible for the day-to-day business and administration of the Institute as directed by the Council;
 - (ii) he shall be responsible for keeping all records and minutes of all General, Council and Committee Meetings;
 - (iii) he shall keep all funds, and collect and disburse all monies on behalf of the Institute in accordance with the directions of the Council. He shall be responsible for keeping an account of all money transactions and other financial records, and for their correctness;
 - (iv) he shall maintain and be responsible for the correctness of a Register of Members;

- (v) he shall be responsible for convening all General, Council and Committee Meetings, when directed to do so by the Chairman or the Council; and
 - (vi) he shall be a Voting Member of the Institute.
- (d) **Secretary** The Secretary shall be appointed from amongst the Council Members and shall not concurrently hold the position of Treasurer and/or Executive Director in the Institute and shall be governed by the following provisions:-
- (i) he shall be appointed in a non-executive capacity and shall not be a paid officer of the Institute;
 - (ii) he shall generally act to ensure proper governance relating to secretarial and administrative affairs of the Institute in accordance with the directions of the Council; and
 - (iii) he shall be a Voting Member of the Institute.
- (e) **Treasurer** The Treasurer shall be appointed from amongst the Council Members and shall not concurrently hold the position of Secretary and/or Executive Director in the Institute and shall be governed by the following provisions:-
- (i) he shall be appointed in a non-executive capacity and shall not be a paid officer of the Institute;
 - (ii) he shall generally act to ensure proper governance relating to financial affairs of the Institute in accordance with the directions of the Council; and
 - (iii) he shall be a Voting Member of the Institute.

XIII. Advisory Panel

(1) Composition

- (a) The Council shall appoint up to fifteen persons of eminent standing, locally or internationally, in the fields of academia, management or human resource development to be members of the Advisory Panel.
- (b) Members of the Advisory Panel shall be appointed for a period of at least two years.
- (c) Members of the Advisory Panel shall have no voting rights in the Council and shall not stand for office under Clause IX(1)(a).

(2) Functions and Duties of Advisory Panel

- (a) The Advisory Panel shall advise and make recommendations on issues raised by the Council.

- (b) It shall advise the Council on trends and strategic thinking, locally and internationally, in areas pertaining to the mission and business of the Institute.

MEETINGS OF THE INSTITUTE

XIV. The Annual General Meeting

- (a) The Annual General Meeting shall be held within the first six months after the end of the Financial Year of the Institute (which shall be from 1st January to 31st December) for the following purposes:-
 - (i) to receive from the Council the Annual Reports and Statement of Accounts for the preceding year, and the estimate of income and expenditure and a draft programme of activities for the ensuing year;
 - (ii) to conduct election of Council Members if necessary in accordance with the provisions of Clause IX;
 - (iii) to appoint a professional firm of auditors for the purposes of Clause XX for the ensuing year. Such appointed firm may be reappointed each year as the meeting thinks fit. Auditors so appointed shall not be members of the Council. The appointment of the auditors must have the prior approval of the Comptroller of Income Tax;
 - (iv) to appoint, reappoint or confirm Trustees for the purposes of Clause XXI; and
 - (v) to transact any other business duly notified; such other business to be transacted shall be notified in writing to the Secretary, together with the names of the proposers and seconders, not less than twenty-one days before the date fixed for the meeting.
- (b) The Annual General Meeting shall be held at a place, time and date to be determined by the Council, and notified by the Secretary to all Voting Members in writing not less than one calendar month before the date fixed for the meeting. Not less than fourteen days before this date, the Secretary shall notify such members in writing of the business to be transacted thereat. This notice shall include the Annual Report and Statement of Accounts, the estimate of income and expenditure and draft programme for the ensuing year, and any other business including those duly notified under Clause XIV (a)(v).

XV. Extraordinary General Meetings

- (a) The Council may convene an Extraordinary General Meeting at any time to conduct any business as it may decide. The Secretary must convene a meeting of the Council within seven days if required to do so in writing by five Council Members, to discuss the convening of an Extraordinary General Meeting.
- (b) An Extraordinary General Meeting, except in the case where an Extraordinary General Meeting is convened to remove an existing Council Member from office, shall also be convened by the Secretary on the signed requisition of one-third of the total voting membership of the Institute, stating the purpose of the meeting. Such meeting shall be held within fourteen days of the requisition, unless the purpose is the amendment of the Constitution, in which event it shall be held within twenty-one days.

If the purpose of an Extraordinary General Meeting is to remove an existing Council Member from office prior to the expiry of his or her term, the Extraordinary General Meeting shall not be convened on the signed requisition of one-third of the total voting membership. The procedure in Clause IX(4) will be applicable and the Extraordinary General Meeting shall only be convened by the existing Council.

- (c) An Extraordinary General Meeting shall be held at a place, time and date to be determined by the Council. Notice of such meeting, together with the business to be transacted thereat, shall be given to all Voting Members in writing no less than seven days before the date fixed for the meeting, unless the purpose is the amendment of the Constitution, in which event fourteen days' notice shall be given.
- (d) In the event of the Council failing to direct the Secretary to call an Extraordinary General Meeting requisitioned by members under Clause XV(b) within fourteen days of such requisition, it shall be competent for Voting Members signing the requisition to determine a place, time and date and convene the meeting by giving fourteen days notice of the meeting, together with the business to be transacted thereat, to all Voting Members of the Institute in writing.
- (e) No business, except that which has been duly notified, may be transacted at an Extraordinary General Meeting.

XVI. Conduct Of General Meetings

The chair at a General Meeting shall be taken by the Chairman of the Council, or in his absence, by the Vice-Chairman, or if he is also absent, by election among the remaining Council Members present. All matters relating to the conduct of the meeting not specifically provided for under

this Clause, Clause XVII and XVIII may be decided by the Chairman of the meeting at his discretion. Non-members of the Institute and non-voting members may not attend General Meetings of the Institute except by invitation of the Council. Such persons may only speak with the permission of the Chairman.

XVII. Quorum And Validity Of General Meetings

- (a) Except as provided under Clause XVII(b), the quorum at a General Meeting shall be 10% of the total voting membership, or 50 persons, whichever is the smaller number, present at the time the Chair is taken, which shall be within half an hour of the time fixed for the meeting.
- (b) In the event of there being no quorum, the meeting shall:
 - (i) in the case of an Annual General Meeting or an Extraordinary General Meeting called by the Council, stand adjourned to a time and date to be determined by the Council not less than half an hour later but within the same day. Notice of the adjourned meeting shall be given verbally to the membership present at the meeting.

The quorum for such an adjourned meeting shall be the number of members present at the adjourned meeting. The agenda for the adjourned meeting shall be the same as that for the original meeting. Such an adjourned meeting shall have no powers to amend or make any additions to the Constitution; and
 - (ii) in the case of an Extraordinary General Meeting requisitioned or convened by members under Clause XV(b) or (d), be considered dissolved.
- (c) Objections if any to the validity of a General Meeting shall be raised and adjudicated when the Chairman calls upon the Secretary to read the notice convening the meeting. Once the meeting has commenced, no objection may be raised during the progress of the meeting. No meeting shall become incompetent to transact business for the want of a quorum arising after the Chair has been taken and the notice convening the meeting has been read.

XVIII. Voting Procedure At General Meetings

Voting for election to and removal from the Council and for the purposes of amendments to the Constitution shall be by secret ballot. No postal balloting shall be permitted. Voting on all other matters shall be by a show of hands.

Decisions, except where specifically provided for otherwise such as in Clauses XXIII and IX(4), shall be by simple majority of those present and voting.

FINANCE AUDIT & TRUSTEESHIP

XIX. Finance Control

The Council shall exercise control over the funds, income and expenditure of the Institute in accordance with such Financial Regulations as it may draw up and are approved by a General Meeting.

XX. Audit

The Auditors appointed by an Annual General Meeting under Clause XIV(a) (iii) shall be required to audit each year's accounts and present a report upon them to the following Annual General Meeting. They may be required by the Chairman to audit the accounts for any period within their tenure of office at any date and make a report to the Council.

XXI. Trustees

If the Institute should at any time acquire any immovable property, such property shall be vested in Trustees subject to a declaration of trust. The Trustees shall be appointed by a General Meeting. Such Trustees so appointed shall have the power to mortgage such property so acquired if approved at a General Meeting. 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 Singapore and Malaysia 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. Notice of any proposal to appoint trustees, fill vacancies or to remove a trustee from his trusteeship shall be given to all members in writing at least two weeks before the meeting at which the proposal is to be discussed. The Registrar of Societies shall be notified of any Trustees appointed, removed or who have resigned and of any change in Trustees.

GENERAL

XXII. Interpretation

- (a) In this Constitution, unless the context otherwise requires, the singular shall include the plural, and the masculine gender shall include the feminine, and vice versa.
- (b) Notice to the Secretary shall be deemed to be served in writing by addressing such notice to the Offices or other postal address of the Institute duly notified to all members by the Secretary. Notices in writing to any member shall be deemed to be served by addressing such notices to the last postal address notified in writing by the member to the Secretary. In addition, one copy of all communications to all members required by the provisions of this Constitution or any By-Laws made under it shall be posted by the Secretary on a notice board for the purpose affixed to the Offices of the Institute.
- (c) In the event of any matter or question arising out of any point not specifically provided for in this Constitution, the Council shall have power to use its discretion and interpretation.

XXIII. Amendments To The Constitution

- (a) Amendments to this Constitution shall only be made by an Annual General Meeting or an Extraordinary General Meeting convened for that purpose. Any proposal to amend the Constitution, including deletions or additions of Clauses, shall be notified to the Secretary in writing, together with the names of the proposer and seconder, not less than twenty-one days before an Annual General Meeting, or at the time a signed requisition is made for the convening of an Extraordinary General Meeting.
- (b) The Secretary shall notify all Voting Members in writing of all proposals to amend the Constitution not less than fourteen days before the meeting at which such proposals are to be discussed.
- (c) Any such proposed amendment, deletion or addition shall require a two-thirds majority of those present and voting to be carried, and shall not come into force without the prior approval in writing of the Registrar of Societies.

XXIV. Dissolution

- (a) The Institute shall not be dissolved, unless three-fifths of the voting membership for the time being resident in Singapore have consented to such dissolution by their votes delivered in person or by proxy at a General Meeting convened for the purpose.
- (b) Notice of any proposal to dissolve the Institute shall be given to all members not less than one calendar month before the date fixed for the meeting.
- (c) In the event of dissolution, the Institute's assets, if any, after full settlement of its debts and liabilities, shall be distributed to the Government or an institution of a public character approved under the Income Tax Act, Cap. 134 and the regulations made thereto.
- (d) The Registrar of Societies shall be informed within seven days of such dissolution by the Chairman of the meeting at which the Institute is dissolved.

APPENDIX A

The Offices of the Institute shall be located at:-

SIM Headquarters
461 Clementi Road
Singapore 599491
Tel: 6468 8866

APPENDIX B

Entrance Fees, Subscriptions and Other Dues

Individual Members

Categories	Entrance Fee	Annual Subscription	Other Dues
Associate / Associate (Silver)	\$30	\$65 / \$25	Nil
Ordinary	\$50	\$100	Nil
Fellow	Nil	\$200	Nil

Corporate Members

Categories	Entrance Fee	Annual Subscription	Other Dues
Up to 200 employees	\$200	\$200	Nil
201 – 1,000 employees	\$200	\$500	Nil
Over 1,000 employees	\$200	\$1,000	Nil

By-laws enacted by the Governing Council pursuant to its powers under Clause X(c) (i)

By-laws to Clause IX(1)(a):

1. All nominations for Council Members must be proposed and seconded by either Fellows, Ordinary Members, or Accredited Representatives of Corporate Members. This includes all retiring Council Members who wish to stand for re-election, subject to Clause IX(3)(b).
2. All nominations must have the written consent of the nominee.
3. All nominations must reach the Secretary at least one week before the date fixed for the Annual General Meeting.



June 2022