

**CONSTITUTION OF  
MENOPAUSE RESEARCH SOCIETY (SINGAPORE)**

**NAME**

- 1 This Society shall be known as the "Menopause Research Society (Singapore)", hereinafter referred to as the "Society".

**PLACE OF BUSINESS**

- 2 Its place of business shall be at "1 Scotts Road #17-11/12 Singapore 228208" 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 are:
- a) To promote the study of all aspects of menopause;
  - b) To promote a better understanding of menopause among the health professionals and the general public; and
  - c) To undertake all activities that will assist in achieving the above objects.

**MEMBERSHIP QUALIFICATION AND RIGHTS**

- 4.1 There shall be four categories of membership.

a) Ordinary Members

Ordinary membership is open to:

- i) medical practitioners who hold a specialist degree or diploma in obstetrics and gynecology; or
- ii) medical practitioners who are registered in Singapore.

b) Associate Members

Associate membership is open to any individual who is above 18 years of age and who has an interest in menopause.

c) Life Members

- i) The Committee may bestow life membership upon any member of the Society who
  - 1) in the opinion of the Committee has made significant contributions to the Society; or
  - 2) have been in continuous membership for at least 6 years upon payment of a fee equivalent to 12 times the prevailing subscriptions.
- ii) Such Life Members shall continue to enjoy all the rights and privileges of that category of membership he is in without having to pay any subscription fees.

d) Honorary Members

- i) The Committee may invite persons who are distinguished in the field of menopause or who has shown interest and has assisted in furthering the cause of menopause research to be Honorary Members of the Society.
- ii) The Committee, prior to granting honorary membership to a person, shall first propose the name of the person to the General Meeting of members. Upon the approval of the General Meeting of members, the said honorary membership may be bestowed.
- iii) Honorary Members shall not be required to pay any entrance fee or subscription fees and shall not have the rights to vote and to hold office in the Society.
- iv) Not more than 3 Honorary Members may be admitted in any general meetings.

- 4.2 Only Ordinary and Ordinary Life Members who are above 18 years of age shall have the right to vote and to hold office in the Society.

**APPLICATION FOR MEMBERSHIP**

- 5.1 A person wishing to join the Society should submit his particulars to the Secretary on a prescribed form.
- 5.2 The Committee will decide on the application for membership.
- 5.3 A copy of the Constitution shall be furnished to every approved member upon payment of the entrance fee.

**ENTRANCE FEES, SUBSCRIPTIONS AND OTHER DUES**

- 6.1 An entrance fee of \$50 is payable within two weeks of election to ordinary or associate membership, in default of which membership may be cancelled by order of the Committee.
- 6.2 An annual subscription of \$50/- is payable by every Ordinary and Associate Member.
- 6.3 Annual subscriptions are payable in advance within the first month of the year. If a member falls into arrears with his subscription or other dues, he shall be informed immediately by the Treasurer. If he fails to settle his arrears within 8 weeks of their becoming due, the President may order that his name be posted on the Society's notice board and that he be denied the privileges of membership until he settles his account. If he falls into arrears for more than 3 months' dues, he will automatically cease to be a member and the Committee may take legal action against him provided that they are satisfied that he has received due notice of his debts.
- 6.4 Any additional fund required for special purposes may only be raised from members with the consent of the general meeting of the members.

## **SUPREME AUTHORITY AND GENERAL MEETINGS**

7.1 The supreme authority of the Society is vested in a General Meeting of the members presided over by the President.

7.2 An Annual General Meeting shall be held in March.

7.3 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 30 voting members, whichever is the lesser, and may be called at any time 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 2 months from receiving this request to convene the Extraordinary General Meeting.

7.4 If the Committee does not within 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 10 days' notice to voting members setting forth the business to be transacted and simultaneously posting the agenda on the Society's notice board.

7.5 At least 2 weeks' notice shall be given of an Annual General Meeting and at least 10 days' notice of an Extraordinary General Meeting. Notice of meeting stating the date, time and place of meeting shall be sent by the Secretary to all voting members. The particulars of the agenda shall be posted on the Society's notice board 4 days in advance of the meeting.

7.6 Unless otherwise stated in this Constitution, voting by proxy is allowed at all General Meetings.

7.7 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.

7.8 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 week before the meeting is due to be held.

7.9 At least 25% of the total voting membership or 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.

7.10 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 of the existing Constitution.

## **MANAGEMENT AND COMMITTEE**

8.1 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  
3 Ordinary Committee Members

8.2 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 office-bearers, except the Treasurer may be re-elected to the same or related post for a consecutive term of office. The term of office of the Committee is 2 years.

8.3 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, the Chairman of the meeting shall have a casting vote.

8.4 A Committee Meeting shall be held at least once every 3 months after giving seven days' notice to Committee Members. The President may call a Committee Meeting at any time by giving five days' notice. At least  $\frac{1}{2}$  of the Committee Members must be present for its proceedings to be valid.

8.5 Any member of the Committee absenting himself from three 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 weeks of the change.

8.6 The duty of the Committee is to organize 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 always remains subordinate to the General Meetings.

8.7 The Committee has power to authorize the expenditure of a sum not exceeding \$5000/- per month from the Society's funds for the Society's purposes.

#### **DUTIES OF OFFICE-BEARERS**

9.1 The President shall chair all General and Committee meetings. He shall also represent the Society in its dealings with outside persons.

9.2 The Vice-President shall assist the President and deputize for him in his absence.

9.3 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.

9.4 The Assistant Secretary shall assist the Secretary and deputize for him in his absence.

9.5 The Treasurer shall keep all funds and collect and disburse all moneys on behalf of the Society and shall keep an account of all monetary transactions and shall be responsible for their correctness. He is authorized to expend up to \$500/- per month for petty expenses on behalf of the Society. He will not keep more than \$500 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 and either the President or the Vice-President or the Secretary.

9.6 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**

10.1 Two voting members, not being members of the Committee, shall be elected as Honorary Auditors at alternate Annual General Meeting and will hold office for a term of 2 years only and shall not be re-elected for a consecutive term.

10.2 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.

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

#### **TRUSTEES**

11.1 If the Society at any time acquires any immovable property, such property shall be vested in trustees subject to a declaration of trust.

11.2 The trustees of the Society shall:

- a Not be more than 4 and not less than 2 in number.
- b Be elected by a General Meeting of members.
- c Not affect any sale or mortgage of property without the prior approval of the General Meeting of members.

11.3 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 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.

11.4 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 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.

11.5 The address of each immovable properties, name of each trustee and any subsequent change must be notified to the Registrar of Societies.

#### **VISITORS AND GUESTS**

12.1 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**

13.1 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 characters into the premises is prohibited.

13.2 The funds of the Society shall not be used to pay the fines of members who have been convicted in court of law.

13.3 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.

13.4 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 adversely affect consumer interests.

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

13.6 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.

13.7 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**

14 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.

### **INTERPRETATION**

15 In the event of any question or matter pertaining to day-to-day administration 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**

16 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**

17.1 The Society shall not be dissolved, except with the consent of not less than  $\frac{3}{4}$ s 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.

17.2 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.

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

-THE END -

No. S 000

SOCIETIES ACT  
(CHAPTER 311)  
SOCIETIES (AMENDMENT) REGULATIONS 1998

In exercise of the powers conferred by section 34 of the Societies Act, the Minister for Home Affairs hereby makes the following Regulations:

**Citation and Commencement**

1. These Regulations may be cited as the Societies (Amendment) Regulations 1998 and shall come into operation on the 1st day of January 1999.

**New regulation 1A**

2. The Societies Regulations (Rg 1) (referred to in these Regulations as the principal Regulations) are amended by inserting, immediately after the regulation 1, the following regulation:

**"Definitions**

1A - (1) In these Regulations, unless the context otherwise requires \_\_\_\_

"Approved company auditor" means a person approved as a company auditor under section 9 of the Companies Act (Cap.50);

"fund-raising appeal" means the soliciting or receiving from the public or any class of the public or from members of the society of any money or property (whether for consideration or otherwise) which is made in association with a representation that the whole or any part of its proceeds is to be applied for \_\_

(a) charitable, benevolent or philanthropic purposes; or

(b) any specific purposes, whether or not charitable, benevolent or philanthropic,

but does not include the collection of membership fees from the members of the society;

"proceeds" in relation to a fund-raising appeal, means all money or other property given (whether for consideration or otherwise) in response to the fund-raising appeal."

**New regulations 2A, 2B and 2C**

3. The principal Regulations are amended by inserting, immediately after regulation 2, the following regulations:

**"Accounts"**

2A.-- (1) The president, secretary, treasurer (or other officers holding analogous positions) of every registered society shall ensure that-

(a) proper accounts and records of the transactions and affairs of the society are kept to show and explain all the society's



transactions and to disclose, with reasonable accuracy, the financial position of the society at any time; and

(b) the accounts of the society for each financial year ending on or after the date of coming into operation of the Societies (Amendment) Regulations 1998 are audited by\_

(i) the society's auditor where the gross income or expenditure of the society does not exceed \$500,000 in that financial year; or

(ii) an approved company auditor where the gross income or expenditure of the society exceeds \$500,000 in that financial year.

(2) The accounts and records referred to in paragraph (1) shall, in particular, contain –

(a) entries showing from day to day all sums of money received and expended by the society and the matters in respect of which the receipt and expenditure took place; and

(b) a record of the assets and liabilities of the society.

#### **Approved company auditor's report**

2B. The approved company auditor referred to in regulation 2A (1)(b) shall in his report to be submitted under that regulation state –

(a) whether the financial statements show fairly the financial transactions and the state of affairs of the society;

(b) whether proper accounts and other records have been kept, including records of all assets and liabilities of the society;

(c) where any fund-raising appeal has been conducted after the date of coming into operation of the Societies (Amendment) Regulations 1998 by the society during the financial year reported upon, whether the appeal has been carried out in accordance with regulation 2C and whether proper accounts and other records have been kept of the fund-raising appeal; and

(d) such other matters arising out of the audit as he considers necessary.

#### **Fund-raising appeal records**

2C. – (1) The president, secretary and treasurer (or other officers holding analogous positions) of every registered society which conducts a fund-raising appeal on or after the date of coming into operation of the Societies (Amendment) Regulations 1998 shall –

(a) keep or cause to be kept proper accounts and other records of the fund-raising appeal; and

(b) do all things necessary to ensure that all payments out of the proceeds are correctly made and properly authorized.

(2) All books of accounts relating to the fund-raising appeal shall be prepared and kept by the registered society on a basis consistent with generally accepted accounting principles, standards and practices.

(3) Without prejudice to paragraph (1), every society which conducts any fund-raising appeal referred to in paragraph (1) shall, in particular, maintain records as to\_

- (a) the name of each person authorized to participate in the fund-raising appeal;
- (b) the dates on which the fund-raising appeal commenced and concluded;
- (c) the gross proceeds received in response to the fund-raising appeal;
- (d) the net proceeds applied to the purpose for which the fund-raising appeal was conducted and the means by which they are distributed; and
- (e) the items of expenditure disbursed from the proceeds.

(4) The president, secretary and treasurer (or other officers holding analogous positions) of every registered society shall within 60 days of the conclusion of any fund-raising appeal referred to in paragraph (l) or within such extended period as may be allowed by the Registrar, furnish to the Registrar a statement of accounts audited by the society's auditor.

(5) Any president, secretary and treasurer (or other officer holding an analogous position) of a registered society who fails to comply with any requirement of this regulation shall be guilty of an offence and shall be liable on conviction to a fine not exceeding \$500 and, where the breach is a continuing one and relates to the failure to submit the statement of accounts within the stipulated period, to a fine not exceeding \$50 for every day after the first day during which the breach continues."

#### **Amendment of regulation 3**

4. Regulation 3(1) of the principal Regulations is amended by deleting sub-paragraph (b) and substituting the following sub-paragraph:

"(b) be accompanied by a copy of the accounts (income and expenditure and balance sheet) of the society in respect of its last financial year, duly certified by-

- (i) the society's auditor where the gross income and expenditure of the society in its last financial year does not exceed \$500,000; or
- (ii) an approved company auditor where the gross income and expenditure of the society in its last financial year exceeds \$500,000,

as found by him to be correct, duly vouched and in accordance with the law, together with his report in what respects he finds it incorrect, unvouched or not in accordance with law"