

## **CONSTITUTION OF**

The Singapore Film Society

### **NAME**

1.1 This Society shall be known as the “The Singapore Film Society”, hereinafter referred to as the “Society”.

### **PLACE OF BUSINESS**

2.1 Its place of business shall be at “5A Raffles Avenue #03-01 Marina Lesiureplex, Singapore 039801” 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 organize and promote the showing of films of an artistic, cultural, or educational nature;
- b) To provide Members opportunities of seeing such films particularly those which are not ordinarily distributed by commercial organizations and to encourage interest in such films;
- c) To organize and promote the wider appreciation of such films.

### **STATEMENT OF FAITH<sup>‡</sup>**

*Please attach the statement of faith of the Society as an Annex.*

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### **MEMBERSHIP QUALIFICATION AND RIGHTS**

4.1 Membership is open to anyone who completes the application form and pays the subscription. The Committee in its absolute discretion may without assigning any reason exclude any applicant from membership.

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

4.2 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**

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 made available online at the Society's official website.

### **ENTRANCE FEES, SUBSCRIPTIONS AND OTHER DUES**

6.1 Subscriptions are payable as follows:

- a) twelve months
- b) six months
- c) three months

The amount of subscription is at the discretion of the Committee.

### **SUPREME AUTHORITY AND GENERAL MEETINGS**

7.1 The supreme authority of the Society is vested in a General Meeting of the members.

7.2 An Annual General Meeting shall be held on or before October 31<sup>st</sup> of each year.

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 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.

7.4 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.

7.5 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 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 official website fourteen (14) days in advance of the meeting.

7.6 Unless otherwise stated in this Constitution, voting by proxy shall not be 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.

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.

7.8 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.

### **MANAGEMENT AND COMMITTEE**

8.1 The administration of the Society shall be entrusted to a Committee consisting of the following to be elected at each Annual General Meeting:

A Chairman

A Vice-chairman

A Secretary

A Treasurer

Ten (10) or more Ordinary Committee Members

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

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, 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.

8.4 A Committee Meeting shall be held at least once every three (3) months after giving seven (7) days' notice to Committee Members. The Chairman may call a Committee Meeting at any time by giving five (5) days' notice. At least half ( $\frac{1}{2}$ ) of the Committee Members must be present for its proceedings to be valid.

8.5 Any member of the Committee absenting himself from three (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.

8.6 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 remain subordinate to the General Meetings.

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

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

9.2 The Vice-Chairman shall assist the Chairman and deputise 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 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. Cheques, etc. for withdrawals from the bank will be signed by any two of the following: the Treasurer, the Chairman, Vice-Chairman, and the Secretary.

9.5 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 (2) voting members, not being members of the Committee, shall be elected as Honorary Auditors at each Annual General Meeting. 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.

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 Chairman 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 September 1<sup>st</sup> to August 31<sup>st</sup>.

### **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 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.

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 (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.

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 (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.

11.5 The address of each immovable property, 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 to the privileges of the Society nor shall they be admitted into the premises more than six (6) times in a calendar year. These visits are to be confined to not more than once in fourteen (14) days.

12.2 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, excluding the promotion or conduct of a private lottery which has been permitted under the Private Lotteries Act Cap 250, 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 indulge in any political activity or allow its funds and/or premises to be used for political purposes.

13.5 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.

13.6 The Society 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.

### **AMENDMENTS TO CONSTITUTION**

14.1 No alteration or addition/deletion to this Constitution 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.

### **INTERPRETATION**

15.1 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**

16.1 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 three-fifths ( $\frac{3}{5}$ ) of the total voting membership of the Society for the time being resident in Singapore expressed in person 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 (7) days of the dissolution to the Registrar of Societies.

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## **ANNEX**

For the categories of societies listed below, the majority of the Committee Members must be Singapore Citizens. In addition, the Chairman, Secretary, Treasurer and their deputies shall be Singapore Citizens or Singapore Permanent Residents. Foreign Diplomats shall not serve as Committee Members.

- a) Religious societies
- b) Societies which identify themselves publicly as or whose membership is confined exclusively to members of a single racial group or to a single nationality
- c) Any society whose object, purpose or activity, whether primary or otherwise, is to represent; promote any cause or interest of; or discuss any issue relating to a class of persons defined by reference to their gender or sexual orientation
- d) Any society whose object, purpose or activity, whether primary or otherwise, is to represent persons who advocate; promote; or discuss any issue relating to any civil or political right (including human rights, environmental rights and animal rights)
- e) Any society whose object, purpose or activity, whether primary or otherwise, is to promote or discuss the use or status of any language