

CONSTITUTION OF SINGAPOREANS FOR DEMOCRACY

1 NAME

This society shall be known as the "Singaporeans for Democracy", (hereinafter referred to as the "SFD").

2 PREAMBLE

2.1 The SFD is an independent non-governmental organisation that aims to advocate for civil and political issues related to democracy.

2.2 The SFD's activities shall include the collation and dissemination of information, release of publications subject to the approval of the relevant authorities, issuing of statements, launch of advocacy campaigns, convening of public consultations and the organization of events, trainings and networking meetings.

3 PLACE OF BUSINESS

The SFD's place of business shall be at "10 Anson Road, #27-18, International Plaza, Singapore 079903" or such other address as may subsequently be decided upon by the Executive Committee and approved by the Registrar of Societies. The SFD shall carry out its activities only in places and premises which have the prior written approval from the relevant authorities, where necessary.

4 OBJECTIVES

The objectives of the SFD are:

- a) Advocate for political and legislative reform in line with the principles embedded in the Singapore National Pledge "to build a democratic society, based on justice and equality";

- b) Campaign for democracy related issues at the national, regional and international levels.
- c) Foster a multi-partisan civil and political platform, that includes individuals, non-governmental organisations and political parties, to promote democracy both locally and abroad; and
- d) Apply the use of new media tools for organizational decision making processes, information dissemination, networking, mobilization and advocacy to promote democracy.

5 MEMBERSHIP

- 5.1 Ordinary membership shall be opened to all those who are eighteen (18) years of age or above and a citizen of Singapore residing in any jurisdiction.
- 5.2 Only Ordinary members shall have the right to:
 - a) ~~Vote, on terms equal to that of any other member, on all resolutions at General Meetings;~~
 - b) Elect members into the Board of Directors;
 - c) Be nominated and elected into the Board of Directors;
 - d) ~~Vote to approve new membership at General Meetings;~~
 - d) Vote to terminate any existing membership at General Meetings;
 - e) Petition, in accordance with Article 13.3, for the convening of Extraordinary General Meetings to discuss any matter concerning the SFD; and
 - f) Inspect any document of the SFD in accordance with Article 20.1-20.4.
- 5.3 Associate membership shall be opened to all those who are sixteen (16) years of age or above and a citizen of Singapore.

- 5.4 Associate members shall have no voting rights and shall not be eligible to hold office in the Board of Directors, but they will have the right to participate in activities organised by the ~~Centre~~-SFD.

6 APPLICATION FOR MEMBERSHIP

- 6.1 A person wishing to join the SFD should submit his particulars to the Executive Secretary on a prescribed form.
- 6.2 A new member must be proposed and seconded by existing members of the SFD. The Board of Directors will decide on the membership within one (1) month, taking into consideration any objection raised.
- 6.3 A copy of the Constitution shall be furnished (or downloaded online) to every approved member upon payment of the first annual subscription fees.

7 SUBSCRIPTION FEES

- 7.1 Annual subscriptions are payable as follows:
- a) For all Ordinary members, the annual subscriptions payable is Singapore Dollars Thirty Only (S\$30.00);
 - b) For all Associate members, the annual subscriptions payable is Singapore Dollars Twenty Only (S\$20.00);
 - c) For student and retiree members above fifty-five (55) years of age, the annual subscriptions payable shall be reduced by half.
- 7.2 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 four (4) weeks of their becoming due, the Board of Directors may order that he be denied the privileges of

membership until he settles his account. If he ~~falls into~~ fails to settle his arrears for more three (3) months, he will automatically cease to be a member and the Board of Directors may take legal action against him provided that they are satisfied that the member has received due notice of his debts.

7.3 Additional fund required for any special purposes may be raised from members after gaining the consent of the General Meeting of the members.

8 RESIGNATION OF MEMBER

Any member may resign his membership by giving to the Executive Secretary one month's notice in writing to that effect, provided that any member giving such notice shall be liable to pay his subscription up to and including the current year in which such notice is given.

9 BOARD OF DIRECTORS

9.1 The administration of the SFD shall be entrusted to a Board of Directors consisting of the following to be elected at alternate Annual General Meetings:

- a) an Executive-Director;
- b) Deputy Executive-Director
- c) an Executive Secretary;
- d) Deputy Executive Secretary
- e) a Communications Director; and
- f) a Financial Director
- g) Deputy Financial Director.

- 9.2 The Board of Directors may also co-opt up to six (6) Ordinary Directors from among the Ordinary membership.
- 9.3 A Board of Directors meeting shall be held (using a mixture of physical and online participation) at least once a month after giving seven (7) days' notice to the Board of Directors. At least half (1/2) of the members of the Board of Directors must participate a Board of Directors meeting for its proceedings to be valid.
- 9.4 Any member of the Board of Directors absenting himself or herself for three (3) meetings consecutively without satisfactory explanations shall be deemed to have withdrawn from the Board of Directors and a successor may be co-opted by the Board of Directors to serve until the next Annual General Meeting. Any changes to the Board of Directors shall be notified to the Registrar of Societies within two (2) weeks of the change.
- 9.5 The duty of the Board of Directors is to organise and supervise the daily activities of the SFD. The Board of Directors 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.
- 9.6 The Board of Directors has the power to adopt and/or amend a set of Bylaws of the SFD.

10 OTHER COMMITTEES

Any other committees appointed by the Board of Directors is accountable to the Board of Directors and shall only have powers delegated to it by the Board of Directors.

11 ELECTIONS

- 11.1 Election to the offices stipulated in Article 9.1 shall be proposed and seconded at the Annual General Meeting and election will follow on a simple majority vote of the members.

- 11.2 All office-bearers may be re-elected to the same or related post for a consecutive term of office. The Financial Director may be re-elected to the same or related post for no more than two (2) consecutive term of office. The term of office of the Board of Directors is two (2) years.
- 11.3 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, by proxy or by an online voting mechanism. 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.

12 DUTIES OF OFFICE-BEARERS

- 12.1 The Executive-Director shall preside over all General and Board of Directors Meetings, represent the SFD in its dealing with external bodies and act as its official spokesperson to the media.
- 12.2 If a Deputy Executive-Director has been appointed, he or she shall assist the Executive-Director and deputise for him or her in his or her absence, otherwise the Executive Secretary shall act as the deputy.
- 12.3 The Executive Secretary shall keep all records, except financial, of the SFD and shall be responsible for their correctness. He will keep minutes of all General and Board of Directors Meetings. He shall maintain an up-to-date Register of Members at all times.
- 12.4 If a Deputy Executive Secretary has been appointed, he or she shall assist the Executive Secretary and deputise for him or her in his or her absence.
- 12.5 The Financial Director shall keep all funds in a bank to be decided by the Board of Directors and collect and disburse all moneys on behalf of the SFD and shall keep an account of all monetary transactions and shall be responsible for their correctness. Cheques, etc. for withdrawals from the SFD's bank account will be signed by

the Financial Director and either the Executive-Director or the Deputy Executive-Director or the Executive Secretary. He or she shall present the previous financial year's accounts at the Annual General Meeting.

- 12.6 If a Deputy Financial Director is appointed, he or she shall assist the Financial Director and deputise for him or her in his or her absence.
- 12.7 The Communications Director shall be responsible for all SFD's offline and online communications including the update, maintenance and administration related to the SFD's online presence and assist the Executive-Director manage all day-to-day relationships with the media.
- 12.8 The co-opted Ordinary Directors shall assist in the general administration of the SFD and perform duties assigned by the Board of Directors from time to time.

13 SUPREME AUTHORITY AND GENERAL MEETINGS

- 13.1 The supreme authority of the SFD is vested in a General Meeting of the members ~~presided over by the Executive Director.~~
- 13.2 An Annual General Meeting shall be held in June every year.
- 13.3 At other times, an Extraordinary General Meeting must be called by the Executive-Director on the request in writing of more than half (1/2) of the total voting membership or fifty (50) voting members, whichever is the lesser, and may be called at anytime by order of the Board of Directors. The notice in writing shall be given to the Executive Secretary setting forth the business to be transacted. The Extraordinary General Meeting shall be convened within two (2) months from receiving this request to convene the Extraordinary General Meeting.
- 13.4 If the Executive 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.

- 13.5 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, presence of online access facilities shall be sent by the Executive Secretary to all voting members. The particulars of the agenda shall be sent to voting members four (4) days in advance of the meeting.
- 13.6 Voting by proxy is allowed at all General Meetings.
- 13.7 The following points will be considered at the Annual General Meeting:
 - a) the previous year's financial accounts and minutes of General Meetings held and annual report of the Board of Directors; and
 - b) where applicable, the election of office-bearers and the Honorary Auditors for the following term.
- 13.8 Any member who wishes to place an item on the agenda of a General Meeting may do so provided he gives notice to the Executive Secretary at least one (1) week before the meeting is due to be held.
- 13.9 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. Online presence and proxies shall be constituted as part of the quorum.
- 13.10 In the event of there being no quorum at the commencement of a General Meeting, the meeting shall be adjourned for one (1) 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.

14 AUDIT AND FINANCIAL YEAR

14.1 Two voting members, not being members of the Executive Committee, shall be elected as Honorary Auditors at alternate Annual General Meetings and will hold office for a term of two years only and shall not be re-elected for a consecutive term. The accounts of the SFD shall be audited by a firm of Certified Public Accountants if the gross income or expenditure of the SFD exceeds \$500,000 in that financial year, in accordance with Section 4 of the Societies Regulations.

14.2 They:

- a) will be required to audit each year's accounts and present a report upon them to the Annual General Meeting; and
- b) may be required by the Executive-Director to audit the SFD's accounts for any period within their tenure of office at any date and make a report to the Executive Committee.

14.3 The financial year shall be from 1st April to 31st March of each year.

15 VISITORS AND GUESTS

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

16 PROHIBITIONS

16.1 Gambling of any kind is forbidden on the SFD's premises. The introduction of materials for gambling or drug taking and of bad characters into the premises is prohibited.

16.2 The funds of the SFD shall not be used to pay the fines of members who have been convicted in court of law, ~~except for those fines incurred by members in the course of SFD duties or activities.~~

*for activities / incidences
not carried out in the course
of SFD duties -*

16.3 The SFD 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.

~~16.4 The SFD 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.~~

16.4 The SFD shall not hold any lottery, whether confined to its members or not, in the name of the SFD or its office-bearers, Board of Directors or members unless with the prior approval of the relevant authorities.

KIV 16.5 Only members may participate in any of the activities of the SFD or use the SFD as a channel of expression ^{intention} on matters of a political nature.

FAO * 16.6 The SFD is not a political party and shall not be affiliated to any political party, local or foreign. It will not allow the Society's funds * and/or premises and platforms (i.e. encompassing the new media) to be used in national, Presidential or Parliamentary election including the sponsoring of any candidate or member. funds cannot endorse & sponsor

16.7 The SFD and its members shall not receive or accept funds from organizations with foreign interest or ownership. |

16.8 The SFD may invite non-members to participate in its activities in Singapore. Such persons shall be Singapore Citizens or Permanent Residents. The SFD shall not engage in activities inside or outside Singapore with foreign persons, groups or organisations which interfere in Singapore's domestic politics or which subvert or undermine Singapore's domestic laws or the sovereignty and integrity of its political processes.]

16.9 The SFD 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.

17 AMENDMENTS TO CONSTITUTION

~~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 membership present at the General Meeting, and they shall not come into force without the prior sanction of the Registrar of Societies. The SFD 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.~~

18 INTERPRETATION

In the event of any question or matter pertaining to the day-to-day administration of the SFD which is not expressly provided for in this Constitution, or is open to differing interpretations, the Board of Directors shall have power to use their own discretion. The decision of the Board of Directors shall be final unless it is reversed at a General Meeting of members.

19 DISPUTES

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.

20 DISCLOSURE OF INFORMATION

20.1 Members may inspect documents relating to the members' rolls and personal particulars only for the purpose of convening an

Extraordinary General Meeting as stipulated in Article 13.3.

- 20.2 Members may inspect all other documents upon a written request.
- 20.3 An application under this Part must be made to the Executive Secretary who shall then arrange for the inspection within two (2) weeks of application.
- 20.4 A nominal fee, to be determined by the Executive Secretary, may be levied for services rendered.

21 DISSOLUTION

- 21.1 The SFD shall not be dissolved, except with the consent of not less than three-fifths (3/5) of the total voting membership of the SFD for the time being resident in Singapore expressed, either in person or by proxy, at a General Meeting convened for the purpose.
- 21.2 In the event of the SFD being dissolved as provided above, all debts and liabilities legally incurred on behalf of the SFD shall be fully discharged, and the remaining funds will be disposed of in such a manner as the General Meeting of members may determine or donated to an approved charity or charities in Singapore.
- 21.3 A Certificate of Dissolution shall be given within seven (7) days of the dissolution to the Registrar of Societies.