

SINGAPORE MOTOR SPORTS ASSOCIATION
REVISED CONSTITUTION
APPROVED BY ROS JUNE 15 2011
& EFFECTIVE JULY 12 2011

1. Name

The Society shall be known as “Singapore Motor Sports Association” (last known as The Singapore Motor Sports Club) (hereinafter referred to as the “Association”).

2. Place of Business

Its place of business shall be at “20, Maxwell Road, #10-18, Maxwell House, Singapore 069113” or such other address as may subsequently be decided upon by the General Committee and approved by the Registrar of Societies.

3. Objects

The objects of the Association shall be:

- (1) To promote, encourage and develop motor sports.
- (2) To administer and/or govern motor sports in Singapore in its capacity as the National Sports Association for motor sports and, where applicable, in accordance with the sporting powers bestowed upon it by international governing bodies.
- (3) To organize or participate in motor sports events in Singapore or elsewhere and to select individuals or teams to represent Singapore in international motor sports events under the banner of Team Singapore, Motorsports.
- (4) To raise, utilize and maintain funds for the promotion, development, management and control of motor sports.
- (5) To purchase, lease or acquire lands and buildings in Singapore for use by the Association.
- (6) Generally to do all things necessary to promote the objects of the Association whether or not specifically provided for.

4. Patrons

The General Committee may invite not more than three persons of distinction to be Patrons of the Association. A Patron shall have and enjoy the rights and privileges of an Honorary Member, subject or in addition to such other terms as the General Committee may determine from time to time.

5. Membership

- (a) Membership of the Association shall be open to any person over the age of 12 years. The classes of membership shall be:
 - (i) Honorary Members;
 - (ii) Ordinary Members;
 - (iii) Junior Members (12-16 years old); and
 - (iv) Corporate Members.

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The General Committee may from time to time with the prior written consent of the Registrar of Societies create new categories of membership on such terms and conditions as the General Committee may determine.

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

- (b) All applications for membership of the Association shall be considered by the General Committee or such other sub-committee as the General Committee may appoint. The General Committee or such other sub-committee shall have the absolute discretion to approve or reject the applications for membership without assigning any reason therefore. Unsuccessful applicants shall have the right to appeal in writing to the General Committee whose decision shall be final. In each case when the application for membership is approved, the applicant shall be issued with a membership card and a copy of the Constitution of the Association.
- (c) Honorary Membership may be conferred by the General Committee on persons distinguished in public life or as recognition for their contribution to motor sports. Honorary Members shall not be required to pay Entrance or Subscription Fees. Subject or in addition to such other terms as the General Committee may determine from time to time, Honorary Members shall be entitled to all the benefits of Ordinary Members, except the right to vote and to hold office.
- (d) Only Ordinary Members shall be entitled to vote at a General Meeting of the Association or to serve on the General Committee of the Association.
- (e) Junior Members will enjoy restricted benefits and privileges which shall be determined by the General Committee. Junior Members shall not be entitled to hold office or to attend or vote at meetings.
- (f) The General Committee shall have the power to elect any company incorporated in Singapore to be a Corporate Member on its payment of the prescribed rate of subscription for such membership. Corporate Members shall enjoy the benefits and privileges which shall be determined by the General Committee. Corporate Members are not allowed to hold office or to attend or vote at meetings.
- (g) The General Committee may invite and accept societies registered with the Registrar of Societies and who are in the business of promoting motor sport as Affiliated Clubs. The General Committee shall set the rules for such affiliations, including the Affiliation Fee and shall have the power to waive the Affiliation Fee as it deems fit.

Membership in the Association including all the rights and privileges thereof shall not be transferable.

6. Entrance Fee

Unless otherwise provided herein, all new members shall pay a non-refundable Entrance Fee, the amount of which shall be decided by the General Committee and

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subject to revisions from time to time. Any revision to the Entrance Fee shall be published in the Association's magazine or newsletter no later than 31st October of the preceding year and shall taken effect from 1 January of the year following.

7. Subscriptions

- (a) Unless otherwise provided herein, all members of the Association shall pay annual Subscription Fees. Any increase in the amount payable by the members in each class of membership shall be determined by the General Committee and subject to revisions from time to time provided always that any increase of the annual Subscription Fees in a year shall be no more than 5% of the prevailing annual Subscription Fees.
- (b) Any revision to the annual Subscription Fees shall be published in the Association's magazine or newsletter no later than 31st October of the preceding year and shall take effect from 1st January the year following.
- (c) The annual Subscription Fee is payable in advance and shall be due on 31st December of the year preceding and payable no later than 28th February of the relevant year. A member whose Subscription Fee is due and unpaid shall not be entitled to any of the privileges of membership.
- (d) The annual Subscription Fee or any proportionate part thereof is non-refundable to the member upon his ceasing for any reason to be a member.

The subscription to be paid by members of the Club shall be as follows:

Ordinary and Junior Members

An annual Subscription Fee of \$50.00.

Corporate Members

An annual Subscription Fee of \$300.00

8. Resignation of membership

- (a) Any member wishing to resign from the Association shall, upon so writing to the General Committee, and upon payment of all outstanding dues, cease to be a member.
- (b) Members whose subscriptions are unpaid as at 28th February of the relevant year shall be deemed to have resigned their membership with effect from 31st December of the preceding year.

9. Disciplinary Action and the Expulsion of Members

- (a) Any matter involving the conduct of any member shall be referred to the General Committee, or such other committee as the General Committee may deem fit, at a meeting thereof specially convened for the purpose of deciding the appropriate disciplinary action to be taken against the member. Seven days'

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notice of such meeting shall be given by the General Committee to the member concerned and the notice shall set out the matter upon which the General Committee's decision or advice is desired. The member in question shall be entitled to be heard personally at the meeting before any decision or recommendation of the General Committee is recorded.

- (b) Any member who has, in the opinion of a majority of the members of the General Committee, or such other committee as the General Committee may deem fit, present and voting at such meeting:-
- (i) committed a breach of any of the provisions of the Constitution or rules made thereunder;
 - (ii) acted in any way contrary to the interests of the Association and or motorsports; or
 - (iii) conducted himself in such a way that rendered him unfit to be a member,
- shall be subject to such disciplinary action as the General Committee may deem fit, including without limitation, censure, expulsion or suspension from the Association, fine and revocation of the member's competition licence .
- (c) The name of a member who has been so expelled shall be removed from the Register of Members; he shall cease to be a member; shall forfeit all interest in the funds and property of the Association and thereafter shall be ineligible for membership without the special consent of the General Committee.

10. General Meetings

- (a) The supreme authority of the Association is vested in a General Meeting of the members.
- (b) The Association shall hold an Annual General Meeting within the first quarter of each financial year to do the following:-
- (i) To receive the report of the standing General Committee;
 - (ii) To consider the accounts for the previous financial year;
 - (iii) To elect the General Committee for the following term (if applicable) ;
and
 - (iv) To transact any other business properly brought before the meeting.
- (c) At least 14 days' notice in writing shall be given of an Annual General Meeting and the accounts of the Association for the previous financial year shall be made available to members of the Association not later than 14 days before the date of such meeting.
- (d) Any business to be discussed at an Annual General Meeting shall be notified to the Secretary in writing at least 7 days before the date of the meeting.
- (e) Nominations for the election of officers to the General Committee must be received by the Secretary at least 3 days before the date of the Annual General Meeting. Each member standing for election must be nominated by a member eligible to vote and must confirm in writing that he is willing to serve.

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- (f) The Secretary shall ensure that before an Annual General Meeting commences each Ordinary Member present is provided with a copy of the Agenda, particulars of the nominations for election to the General Committee and any necessary ballot papers.
- (g) An extraordinary General Meeting of members shall be convened by the Secretary when directed by the General Committee or on a requisition signed by 25% of members eligible to vote. Notice of the meeting shall be circulated to all members at least 14 days before the date of the meeting and shall specify the business to be considered together with proposals received.
- (h) Requisitionists for general meetings shall state in full, resolutions which they intend to propose at such meetings. Requisitionists for such meetings are required to submit \$1,000 in cash as deposit to defray the cost of organising the meeting. Each resolution proposed must have a proposer and seconder, both of whom must be present at the Meeting. The proposer of a resolution shall be deemed the spokesman of requisitionists on that particular resolution raised. The deposit will be forfeited if:
 - (i) less than 75% of requisitionists are present at the requisitioned meeting. In such circumstances the meeting will be declared null and void;
 - (ii) a resolution proposed by requisitionists is defeated by a simple majority, or
 - (iii) 50% in number of resolutions are defeated by simple majority where a requisitioned meeting has more than one resolution.
- (i) The quorum at all General Meetings shall be 25% of the total voting membership or thirty voting members, whichever is the lesser. In the event of there being no quorum, the meeting shall be adjourned for half an hour on the same day 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.
- (j) All voting at a General Meeting shall be by show of hands, or subject to the agreement of the majority of the voting members present, by a secret ballot. Postal votes and proxy votes will not be accepted. In the event of a tie, the President shall have a casting vote.
- (k) Voting rights at General Meetings will be restricted to members who are entitled to vote and who have been members of the Singapore Motor Sports Association for at least the preceding 12 calendar months.

11. General Committee

- (a) The Association shall be administered by a committee known as the General Committee. The term of office of the General Committee is two years. The General Committee shall include the following officers who shall be elected at alternate Annual General Meetings:

President
Vice President
Vice President (Motorcycle Sport)

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Vice President (Automobile Sport)
Vice President (Karting Sport)
General Secretary
Treasurer
4 Committee Members

- (b) The General Committee may appoint officers to fill any vacancies on the General Committee occurring during the term for any reason and shall have power to co-opt not more than four additional members. The officers appointed by the General Committee to fill any vacancies on the General Committee occurring during the term shall be entitled to vote during meetings. The additional member(s) co-opted by the General Committee shall have no voting powers on any matter put to a vote during such meetings.
- (c) No person who has not been a member at the Singapore Motor Sports Association for at least the preceding 24 calendar months may hold any post in the General Committee.
- (d) Names for the above offices shall be proposed and seconded at the Annual General Meeting and election will follow a simple majority vote of the members.
- (e) No person shall hold office as President for more than four consecutive terms of two years or an accumulative tenure of 8 years. For the purposes of determining the number of consecutive terms or years of accumulative tenure under this subparagraph, any full term held by any person as President before the amendments (as adopted by the General Meeting on 29 March 2007) are approved in writing by the Registrar or the Assistant Registrar of Societies, shall be disregarded. An individual holding office as Treasurer shall not serve as a treasurer for more than two consecutive terms.
- (f) The General Committee shall meet at least once a month after seven days' notice to committee members. The President may call a committee meeting at any time by giving seven days' notice to the committee members. For the proceedings of a committee meeting to be valid, 50% or more of the officials who are vested with voting rights must be present.
- (g) The General Committee shall have the following powers and functions:-
 - (i) To decide all matters concerning the management and working of the Association.
 - (ii) To be the sole and exclusive interpreter of these Rules.
 - (iii) To employ and remunerate all categories of staff and agents as required and to discipline and discharge the same where warranted. No employee or agent of the Association whether a member of the Association or not, may vote at any meeting of the Association.
 - (iv) To delegate its powers and duties and to refer any matter to a sub-committee or person provided, however, that any decision or action of the sub-committee or person shall have no force or effect until it is confirmed by the General Committee.

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- (v) To authorize payment of traveling expenses and allowances of the President, Vice-Presidents, Committee members and employees on authorized business of the Association.
- (vi) To make bye-laws consistent with these Articles for the proper administration of the Association, and where it considers necessary, to amend and repeal such bye-laws. All bye-laws and regulations made by the General Committee under this Clause, until repealed by the General Committee or set aside by a resolution at a General Meeting of the Association, shall be binding upon all the members.
- (vii) To adopt such means as it deems sufficient to bring to the notice of members of the Association all bye-laws and amendments to such bye-laws.
- (viii) Generally to carry out the objects of Association and to exercise all such powers and do all such things as may be exercised or done by the Association, save such as are by this Constitution or by any statute for the time being in force required to be exercised or done by the Association in general meeting. Any proposal or arrangement to dispose of any asset having a net book value of or exceeding \$20,000 shall be approved at an Extraordinary General Meeting by resolution of a two-third majority of the members of the Association present and voting at such meeting.
- (h) Any change in the General Committee shall be notified to the Registrar of Societies and the Commissioner of Charities within two weeks of the change.

12. Duties of officers

The duties of the officers of the Association are as follows:

- (a) The President shall act as chairman at all general and committee meetings. He shall also represent the Association in its dealings with outside persons.
- (b) The Vice-President shall deputise for the President in the latter's absence.
- (c) The Vice-President (Automobile Sport) shall have overall responsibility for all automobile sports activities organised by the Association or its Affiliated Clubs and other sanctioned events, and the Vice-President (Karting Sport) shall have overall responsibility for all karting sports activities organised by the Association or its Affiliated Clubs and other sanctioned events, and the
- (d) The Vice-President (Motorcycle Sport) shall have overall responsibility for all motorcycle sport activities organised by the Association or its Affiliated Clubs.
- (e) The General Secretary shall keep all records, except financial, of the Association and shall be responsible for their correctness. He will keep minutes of all general and committee meetings.
- (f) The Treasurer shall keep all funds and collect and disburse all monies on behalf of the Association and shall keep an account of all monetary transactions and

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shall be responsible for their correctness. He will be subject to the direction of the General Committee as regards the amount he may expend for petty expenses in any month and the amount of cash he may keep on hand. He will be responsible for ensuring that all money received by the Association other than cash required to meet immediate expenditure is deposited promptly in a bank to be named by the General Committee. Cheques etc., for withdrawals from the bank will be signed jointly by any two of the following officers of the General Committee namely the Treasurer, the President, the Vice-President, and the Secretary.

- (g) All Committee Members shall assist in the general administration of the Association and perform duties assigned by the Committee from time to time.
- (h) Secretaries of Meetings shall be appointed by the General Committee to have overall responsibility over events organised by the Association. They will report to the General Committee on the progress of their events and must within 30 days of completion of a meeting submit proper accounts and all supporting documents to the Treasurer.
- (i) All Committee Members shall disclose and/or declare any and all potential conflict of interest, whether personal or commercial with regard to any business or transaction of the Association and such disclosed or declared conflict of interest shall be reviewed by the remaining Committee Members. Such review by the remaining Committee Members shall be documented. If a Committee Member is found not to have disclosed or declared an instance of conflict of interest, those decisions where the Committee Member had actively participated in may be voided by the remaining Committee Members and he/she may be subjected to disciplinary action.

13. Complaints

Complaints by members on any matters shall be stated in writing to the Secretary who shall place such complaint before the General Committee for consideration or action together with a record of steps (if any) taken by the Secretary in relation thereto. In respect of complaint against any member of the General Committee, the Secretary (or the President if the Secretary is the subject of the complaint) shall, in the first place, organise an informal meeting between the complainant and the committee member involved to resolve the matter. If this fails, the General Committee shall meet the complainant and issue him a written reply after it has considered the matter but no later than 30 days after the meeting. In respect of complaints against any member of the General Committee, notwithstanding Article 11(g), no petition for a general meeting will be entertained unless the foregoing steps have been taken.

14. Audit

The Annual General Meeting shall appoint a firm of Certified Public Accountants to audit the accounts of the Association and such auditors may be paid or honorary.

The Auditors will be required to audit each year's accounts and to present a report on them to the Annual General Meeting. They may be required by the President to audit the Association's accounts for any period within their tenure of office at any date and

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period within their tenure of Office at any date and to make a report thereon to the General Committee.

15. Trustees

If the Association 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 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 continue 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 less than three. The trustees of the Association shall not effect any sale or mortgage of property without the prior approval of the General Meeting of members. 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 affixing in the premises of the Association 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 and the Commissioner of Charities. The addresses of immovable properties, name of trustees and any subsequent change must be notified to the Registrar of Societies and the Commissioner of Charities.

16. Trustees Fund

- (a) All surplus funds of the Association at the end of any financial year shall be transferred to the Trustees Fund so that the balance of the General Fund at the beginning of the financial year shall not be more than one hundred thousand dollars (\$100,000).
- (b) The trustees shall manage the trustees fund jointly or appoint one trustee to manage the fund on their behalf.
- (c) The trustees may appoint from among themselves a Trustees Fund Treasurer who shall not be a member of the General Committee to maintain proper accounts which shall be submitted to the members at each Annual General Meeting.
- (d) Except for incidental costs of maintaining the fund, the Trustees Fund shall only be used by the recommendation of the General Committee and finally approved by the majority of the trustees.

17. Prohibitions

- (a) 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 Association'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 Association shall not be used to pay the fines of members who have been convicted in Court or members' judgment debts

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- (c) The Association 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 Association shall not hold any lottery, whether confined to its members or not, in the name of the Association or its office-bearers, Committee or members unless with the prior approval of the relevant authorities.
- (e) The Association shall not indulge in any political activity or allow its funds and/or premises to be used for political purposes.
- (f) The Association 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.

18. Amendment to Constitution

- (a) No alterations or additions to the Constitution shall be made except at an Annual General Meeting or an Extraordinary General Meeting called specifically for such purpose.
- (b) Any proposed amendment to the Constitution shall be submitted, duly proposed and seconded in writing, to the General Committee.
- (c) The General Secretary shall thereupon circulate the same to members and shall table them at the Annual General Meeting or if no such meeting is forthcoming convene an Extraordinary General Meeting to consider and, if thought fit, to adopt such proposal with or without modification.
- (d) The notice convening any such meeting shall set forth the mover's proposal and the reasons therefor which he may have given.
- (e) Any proposal which is adopted by a resolution of a two-third majority of the members present and voting at the meeting and which has been approved by the Registrar of Societies and the Commissioner of Charities shall be valid and binding upon all members.

19. Interpretation

- (a) The General Committee is the sole authority for the interpretation of this Constitution and the decision of the General Committee, upon any question of interpretation shall be final and binding on the members.
- (b) In the event of any question or matter arising on any point which is not expressly provided for in the Constitution, the General Committee shall have power to use their own discretion. The decision of the General Committee shall be final and binding on the members.

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20. Dissolution

- (a) The Association shall not be dissolved except with the consent of not less than seventy-five (75) % of the voting members of the Association expressed in person at an Extraordinary General Meeting called specifically for such purpose.
- (b) At such Extraordinary General Meeting, the General Committee shall present to the members the Association's accounts in full as at a date no earlier than thirty (30) days prior to the meeting.
- (c) In the event of the Association being dissolved as provided above, all debts and liabilities legally incurred on behalf of the Association shall be fully discharged, and the remaining funds shall be distributed to other charities or Institutions of a Public Character (IPCs) approved under the Charities Act.
- (d) The General Committee shall within seven (7) working days of the dissolution of the Association submit all the funds and documents to the trustees who shall appoint such professional persons as are qualified to discharge the Association's liabilities.
- (e) A Certificate of Dissolution shall be given within seven (7) days of the dissolution to the Registrar of Societies and the Commissioner of Charities.