

THE PERINATAL SOCIETY OF SINGAPORE

CONSTITUTION

ARTICLE I

(Identity)

The Society shall be known as the “Perinatal Society of Singapore”.

ARTICLE II

(Incorporation and Duration)

1. It shall be incorporated in the Republic of Singapore under the laws of the country.
2. The duration of its existence shall be unlimited.

ARTICLE III

(Place of Business)

Its place of business shall be at KK Women’s & Children’s Hospital, 100 Bukit Timah Road, Singapore 299899, Republic of Singapore or such other address as may subsequently be decided upon by the EB and approved by the Registrar of Societies.

ARTICLE IV

(Representative)

The Society shall be validly represented by the President or a representative duly appointed by the Executive Board (EB).

ARTICLE V

(Objects)

The objects of the Society shall be: -

1. To promote the health and welfare of the foetus and new-born.
2. To promote better rapport between different disciplines in the field of perinatal health care.
3. To undertake continuing education in perinatal care at all levels of medical practice by means of conferences, seminars, workshops, etc.
4. To identify areas of deficiency within our perinatal care set-up so as to concentrate efforts to improve future strategy.
5. To standardise perinatal data collection and documentation.
6. To encourage research in the field of perinatal medicine.

7. To establish a close working relationship with government and non-government agencies involved in activities and programmes for perinatal health care.
8. To disseminate information on the objectives and methods of perinatal care to health professions and the general public.

ARTICLE VI

(Membership)

Membership shall be open to any individual or corporation interested in perinatal health care.

There shall be five categories of membership:

1. Individual Member - Any individual resident in Singapore.
2. Corporate Member - Any corporation or grouping registered in Singapore.
3. Overseas Member - Any member who is not residing in Singapore.
4. Honorary Member - An individual who has contributed prominently to perinatal care and/or the Perinatal Society of Singapore and nominated by the EB and subsequently endorsed by the General Body.
5. Life Member - Any individual member, upon the payment of a sum amounting to 15 years of membership fee.

Membership is subjected to the predetermined selection criteria set up by the EB.

ARTICLE VII

(Membership, Subscription, Termination)

1. Individual, corporate and overseas members shall apply on a prescribed form to the EB.
2. The EB shall be empowered to accept and approve or reject membership applications. Any applicant, refused membership by the EM, may appeal to the GB.
3. The GB may suspend or terminate the membership of any member by a simple majority of votes.
4. An approved applicant shall be considered to be a member on payment of his subscription.
5. Subscription rates shall be \$10 per annum for individual members and \$100 for corporate members and shall be collected and become due annually according to the financial year.
6. The EB shall have power to terminate the membership of any ordinary member if he has not paid his subscriptions for twenty-four calendar months.

7. An individual or corporate member, having deemed to have a declared intention to abide by the Constitution and By-laws of the Society upon application for membership, shall have one vote at a GM. They must have completed at least one year of membership before they are eligible to vote. An individual member must also complete at least one year of membership before he is eligible to hold office in the EB.
8. No member shall claim representation of the Society unless nominated and approved by the EB.
9. Each Corporate Member shall be entitled to nominate not more than two representatives to the Society. The nominees shall be subject to the approval of the committee.
10. Corporate Members shall not be eligible to hold office in the EB.
11. Corporate Members shall not use the name or logo or both of the Society for the purpose of advertisement or for any other commercial or non-professional purposes.
12. Corporate members shall seek in writing the written approval of the EB for use of the name or logo or both of the Society in any professional, education or other matters relevant to the Society's objectives.

ARTICLE VIII

(Finance)

1. The Society shall raise its finance from annual subscriptions by members and from other sources subject to Article (XXIII) (7) of this constitution.
2. The Society's Financial Year shall be from the 1st January to the 31st of December of each year.

ARTICLE IX

(Seminars)

1. Various scientific and other meetings shall be held as the Society's functions.
2. A seminar, to be held every two (2) years, shall be organised to coincide with the AGM. It shall be on "Update on perinatal care".

ARTICLE X

(Supreme Authority)

1. The GB at an AGM or EOGM shall exercise the supreme authority of the Society.
2. The business of the Society shall, between AGMs, be entrusted to the EB.

ARTICLE XI

(General Meetings)

1. The AGM shall be held once every year in February, at which time only paid up members, who were paid up members at least four (4) weeks prior to the AGM, shall have voting rights.
2. Extra-ordinary General meetings (EOGM) may be called by the EB or at least 20% of the total membership whenever necessary to consider issues of importance to the Society.
3. The GM shall make decisions by a simple majority of the paid-up members present, except in instances where a specified majority or paid-up members is required by the provisions of the Constitution of Bye-laws.
4. The AGM shall consider the previous financial year's accounts and elect office-bearers and auditors for the following term.
5. The AGM shall receive reports from the EB of the activity of the Society and determine the management policy of the Society for the ensuing term of office.

ARTICLE XII

(Executive Board)

1. Members of the EB shall be elected by the GB at the AGM and shall thus serve a one (1) year term of office.
2. The EB shall be empowered with the authority for the overall management of the business, scientific and financial affairs of the Society and shall appoint sub-committees for the implementation of the objectives of the Society. It may not act contrary to the expressed wishes of the GM without prior reference to it and always remain subordinate to the GM.

ARTICLE XIII

(Patrons)

Interested and prominent personalities may be appointed by the GB to assist in the Society's activities, finances and effectiveness. A Patron-in-Chief and up to four (4) Patrons may be appointed.

ARTICLE XIV

(Notice, Quorum and Agenda of General Meetings)

1. Four (4) week's notice of AGM shall be served to members with the agenda included. No item shall be discussed at a GM unless it appears on the Agenda.
2. The quorum for GMs shall be 25% of paid up members. Should there be no quorum, the GM may be recalled exactly one (1) hour later whether or not there is a quorum. At such a subsequent meeting, there is no necessity for a quorum to validate it. However, no decisions on constitutional matters may be made unless there is a quorum.

3. The Agenda of a GM shall be drawn by the Honorary Secretary in consultation with the EB. Items may be added to the Agenda on request by at least 205 paid-up members not later than four (4) weeks prior to the GM.
4. The EOGM shall consider the specific item for which purpose it was called.

ARTICLE XV

(Executive Board, Composition, Power and Responsibility)

- 1 The EB shall comprise:
 - 1.1 The President (P)
 - 1.2 The Vice-President (VP)
 - 1.3 The Secretary-General (SG)
 - 1.4 The Deputy Secretary-General (DSG)
 - 1.5 The Treasurer (T)
 - 1.6 The Immediate Past President (IPP)
 - 1.7 The Publications Chairman (PC)
 - 1.8 Six (6) ordinary Board Members (BMs)
- 2 The President and Treasurer shall not be permitted to hold the same office for more than two (2) consecutive terms.
- 3 The EB shall determine the action necessary to achieve the objectives of the Society.

ARTICLE XVI

(Duties of office-bearers)

Section I: The President shall

- 1 Preside at all EBMs and GMs. In EBMs, the President shall cast his or her vote only in case of a tie.
- 2 See that the Constitution and any other policies and regulations promulgated by the EB from time to time are complied with.
- 3 Discharge all other functions inherent to the position of President and such other duties as may be assigned by the EB.
- 4 The President shall represent the Society in all official functions. In the absence of the President and the Vice-President, a member of the EB may be nominated by the EB to assume this role.

Section II: The Vice-President shall

1. Assist the President in the discharge of his or her duties and perform other duties that may be assigned to him or her.
2. In the absence of the President, become automatically Acting President.

Section III: The Secretary-General shall

1. Keep a complete record of members and their addresses and serve as custodian of all records except financial status of the Society.
2. Prepare the annual report for the GB at the AGM.
3. Notify the members of the EB for attendance at meetings and notify all members of the GMs.
4. Prepare communications.
5. Prepare the minutes of meetings.
6. Perform other functions as may be assigned to him or her by the President.

Section IV: The Treasurer shall

1. Collect and keep all funds properly receipted and deposited in the Bank designated by the EB.
2. Disburse funds only through approved vouchers and warrants for withdrawal from the bank signed by himself and the President or the Vice-President.
3. Prepare a written financial report at every meeting. Also to present a duly audited annual financial report of the Society to the GB at the AGM.
4. Make available the Society's financial books for reviewing by any member at any time with the approval of the President.

Section V: The Deputy Secretary-General shall

1. Assist and share the responsibility of the Hon. Secretary.
2. In the absence of the Hon. Secretary, assume the latter's duties and responsibilities.

Section VI: The Publications Chairman shall

1. Be responsible for the Society's regular newsletter to members
2. Be responsible for any other publication the Society wishes to make.
3. Be responsible, with directions from the President and the EB, for issuing press releases through the use of the mass media.

Section VII: The Ordinary Board Members shall assist the GB in the general administration of the Society and carry out any duties assigned by the EB.

ARTICLE XVII

(Meetings of EB, Agenda, Minutes)

1. The EB shall meet not less than six times a year and in exceptional circumstances more often if it is convened in writing by the President or Secretary-General or if requested by at least three (3) members of the EB.
2. The EBM shall be valid of a quorum of eight (8) is present.
3. There shall be no representation by proxy.
4. The Agenda for the EBM shall be drawn up by the Secretary-General, in consultation with the President, and individual items may be included at the request of members of the EB.
5. The notice of meeting plus minutes of the previous meeting shall be circulated one (1) week before the date scheduled.

ARTICLE XVIII

(Seal and symbol of the Society)

The Society shall have its seal with an appropriate logo/symbol for which the Society stands. The Society shall not use any logo/symbol unless approval in writing has been obtained from the Registrar of Societies.

ARTICLE XIX

(Amendments to the Constitution)

1. Amendments to the Constitution shall be made at the GM of the Society and they shall not come into force without the prior sanction of the Registrar of Societies.
2. The proposed amendments to the Constitution shall be made in writing to the Hon. Secretary at least twenty working days before the date of the GM.
3. The proposed amendments shall be circulated to all members of the Association at least twenty-one working days before the date of the GM.
4. Any resolution proposing any amendment to the Constitution of the Society shall be null and void unless at least two-thirds of the paid-up members present vote in favour of such resolution.

ARTICLE XX

(Dissolution of the Society)

A decision to dissolve the Society shall involve all paid-up members (individual, corporate, life and overseas) and be circulated to the GB 30 working days before being tabled at the GM convened for this specific purpose. Three-fourths majority of all paid-up members at this GM shall be necessary for dissolving the Society.

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 distributed equally among the members or donated to an approved charity or charities in Singapore.

Notice of dissolution shall be given within 7 days of the dissolution to the Registrar of Societies.

ARTICLE XXI

(Audit)

Two voting members not members of the EB will be elected as Hon. Auditors at each AGM and will hold office for one year only and shall not be re-elected for consecutive years. They will be required to audit each year's accounts and present a report upon them to the AGM. They 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 EB.

ARTICLE XXII

(Trustees)

If the Society at any time acquires any immovable property, such property shall be vested in Trustees subject to a declaration of trust. Any trustees may at any time resign his trusteeship. If a trustee dies or become a lunatic or of unsound mind or moves permanently or is absent from the Republic of 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 continues as a trustee, a GNM may remove from his trusteeship. Vacancies in the trusteeship may be filled at a GM but the number shall not be greater than three or less than two. 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 society 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. The addresses of immovable properties, names of trustees and any subsequent changes must be notified to the Registrar of Societies.

ARTICLE XXIII

(Prohibitions)

1. Gambling of any kind and the playing of paikow or mahjong, 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.
2. The funds of the society shall not be used to pay the fines of members who have been convicted in Court.
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.
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 services to be supplied by them.
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.
6. The Society shall not indulge in any political activity or allow its funds and/or premises to be used for political purposes.
7. The Society shall not raise funds from the public for whatever purposes without the prior approval in writing of the Registrar of Societies and other relevant authorities.

ARTICLE XXIV

(Interpretation)

In the event of any question or matter arising out of any point which is not expressly provided for in the rules, the EB shall have the power to use their own discretion. The decision of the EB shall be final unless it is reversed at a GM of members.