

# **CONSTITUTION OF TUNNELLING AND UNDERGROUND CONSTRUCTION SOCIETY (SINGAPORE)**

## **NAME**

1. This society shall be known as the “Tunnelling and Underground Construction Society (Singapore)”, hereinafter referred to as the “Society”.

## **PLACE OF BUSINESS**

2. Its place of business shall be at “60 Albert Street #10-06 OG Albert Complex Singapore 189969” 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. Its objects are:
  - a) to promote technical and professional development of members through meetings, seminars and other forms of communication and through study of tunnelling and underground construction practice;
  - b) to achieve closer personal acquaintance and spirit of cooperation among members;
  - c) to interact with other professional organization in matters of common interest;
  - d) to promote tunnelling and underground construction research and education and dissemination of tunnelling and underground construction related information; and
  - e) to advance the standards of tunnelling and underground construction practice.

## **MEMBERSHIP QUALIFICATION AND RIGHTS**

- 4.1 Membership is open to any person (Ordinary Member) or corporation (Corporate Member) who has an interest in the area of tunnelling and underground construction. A Corporate Member may send one representative to represent itself in the Society. The representative shall be entitled to the rights and privileges of an Ordinary Member.
- 4.2 Only members who are above 18 years of age shall have the right to vote and to hold office in the Society.
- 4.3 An Honorary Member is an honorary life-long membership of the Society. An Honorary Member shall enjoy the same privileges of an Ordinary Member, but shall have no rights to vote and hold office in the Society.

## **APPLICATION FOR MEMBERSHIP**

- 5.1 A person wishing to join the Society should submit his particular 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 posted on the Society’s website for the use and reference of members.

- 5.4 An Honorary Member shall be nominated through the Committee and decided by the General Meeting. The criteria for the Honorary Membership shall be determined by the General Meeting. A Honorary Member shall be elected by at least two-third of the members attending the General Meeting voting in favour.

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

- 6.1 There shall be no entrance fee payable for all members.
- 6.2 The annual subscriptions shall be determined by the General Meeting on recommendation from the Committee from time to time. Honorary Members shall not be required to pay the annual subscriptions.
- 6.3 Annual subscriptions are payable in advance within the first month of the year.
- 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 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 anytime by the 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 website.
- 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 website 4 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.
- 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 be present by 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:
- A President
  - A 1<sup>st</sup> Vice-President
  - A 2<sup>nd</sup> Vice President
  - A Secretary
  - A Treasurer
  - An Assistant Treasurer
  - 6 Ordinary Committee Members
  - An Immediate Past President
  - 2 Co-opt members
- 8.2 Candidates for the Committee, with the exception of the Immediate Past President, shall be proposed, seconded and elected on a simple majority vote of the members at alternate Annual General Meetings. Candidates shall also meet the following criteria:

Those standing for the post of President, 1<sup>st</sup> Vice-President, 2<sup>nd</sup> Vice President, Secretary, Treasurer and Assistant Treasurer shall have been members of TUCSS for a minimum of three (3) years and shall have been an Ordinary committee member of the society for a minimum period of two (2) years.

All office-bearers, except the Treasurer may be re-elected to the same or other post for a consecutive term of office. The Treasurer may be re-elected to other post for a consecutive term of office. The Assistant Treasurer may be elected to the post of Treasurer or any other post but may not continue to stay in the post of Assistant Treasurer for a consecutive term. The term of office of the Committee is two (2) years.

- 8.3 Election will 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 Exco may at its discretion co-opt an additional two (2) members of the Society as additional Members of the Committee to assist the Committee in carrying out its duties. Co-opt members while acknowledged as committee members do not have any voting rights on issues raised at the Committee Meetings regarding Society activities.

The service of a co-opted member of the Committee shall not continue beyond the next Annual General Meeting.

- 8.5 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. Majority of the Committee Members must be present for its proceedings to be valid.
- 8.6 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.
- 8.7 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.
- 8.8 The Committee has power to authorize expenditure of a sum not exceeding \$45,000/- per quarter from the Society's funds for the Society's general purposes. This limit may be exceeded up to a maximum of \$50,000/- to meet expenses related to Annual Dinner, Annual Lecture, Conferences or Training Courses & Workshops. Any additional expenditure exceeding these limits for any other purposes of the Society shall be with the consent of the general meeting of members.
- 8.9 A Committee Member who has served two or more terms of office of the Committee shall be recognised for contributions to the Society by an award of life-long membership as an Ordinary Member at the time when he/she stands down from the Committee.

#### **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 First (1<sup>st</sup>) Vice-President shall be responsible for planning the professional activities of the society, as Chairman of the Professional Development Committee, made up additionally of two other Committee members.

- 9.3 The Second (2<sup>nd</sup>) Vice President shall be responsible for the planning of social activities as Chairman of the Social Committee, made up additionally of two other Committee members.
- 9.4 The Immediate Past-President shall provide advice to the Committee regarding past practices and other matters to assist with the governance of the Society as well as support the President and the Vice President on as-needed basis; serve as a member of the committee and participate in Committee meetings and contribute to decisions and; assist with ongoing tasks and serve as the additional mandate for financial matters of the Society.
- 9.5 The Secretary shall keep all records, except financial, of the Society and shall be responsible for their correctness. He shall maintain an up-to-date Register of Members at all times. He/She will be in-charge of the website and membership register, as Chairman of the Website and Membership Committee, made up additionally of two other Committee members.
- 9.6 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 \$2,000/- per month for petty expenses on behalf of the Society. He will not keep more than \$5,000/- 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.
- 9.7 The Assistant Treasurer shall assist the Treasurer in the discharge of all his duties and shall deputise for the Treasurer in his absence.
- 9.8 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 At each Annual General Meeting, the Committee shall propose for the approval of the Members an Auditor, who must be a Certified Public Accountant
- 10.2 The Auditor:
- a) Will be required to audit and certify each year's accounts of the Society and present a report to the Annual General Meeting.
  - b) May be required by the President to audit the Society's account for any period with the Auditor's tenure of appointment at any date and make a report to the Committee.
- 10.3 The financial year shall be from 1<sup>st</sup> January to 31<sup>st</sup> 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 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 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 Society's website at least two weeks before the General Meeting at which the proposal is to be discussed. The result of such General Meeting shall 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. 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 fines of members who have been convicted in the 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 services 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 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.

#### **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 3/5 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. The General Meeting of members may determine the approved charity or charities in Singapore to donate the funds to.
- 17.3 A Certificate of Dissolution shall be given within seven days of the dissolution to the Registrar of Societies.

#### **REVISION NOTES**

1. Amendment (revision to 8.1 and 8.2) approved by ROS on 1 October 2012.
2. Amendment (revision to 8.2) approved by ROS on 21 February 2013.
3. Amendment (revision to 10.1 and 10.2) approved by ROS on 16 July 2014.
4. Additional (8.8) approved by ROS on 19 January 2015.
5. Amendment (revision to 8.7) approved by ROS on 5 December 2016.
6. Amendment (revision to 9.3, 9.4 and 9.5) and addition (9.6) approved by ROS on 9 July 2018.
7. Amendment (8.1, 8.2, 8.4-8.9 and 9.2-9.6) and addition (9.7 and 9.8) approved by ROS on 12 December 2023.

-THE END-