

CONSTITUTION OF
INTERNATIONAL RESEARCHERS CLUB

1. Name

1.1. This Club shall be known as the “International Researchers Club” hereinafter referred to as the “Club”. The “International Researchers Club” is strongly endorsed by A*STAR, where “A*STAR” refers to the Agency for Science, Technology and Research.

2. Place

2.1. The place of business of the Club shall be at the “4 Fusionopolis Way, Kinesis, #04-11, WS-L4-028, Singapore 138635”, or such address as may subsequently be decided by the Executive Committee and approved by the Registrar of Societies. The Club shall carry out its activities only in places and premises which have the prior written approval from the relevant authorities, where necessary.

3. Objects

3.1. The objects of the Club shall be:

3.1.1. To create a vibrant and innovative researcher community for Singapore;

3.1.2. To contribute to society with the technical specialities and occupational experiences of our members;

3.1.3. To foster networking and social interactions of IRC members with the local community and;

3.1.4. To organize educational, cultural, recreational and welfare programs for the benefit of members and their families.

4. Patron

4.1. A Government Minister (or a senior government official) may be invited to be Patron.

5. Membership

5.1. Membership of the Club shall be open to all Research Scientists, and Research Engineers (RSEs), Research Assistants and

Students who are Singapore Citizens, Permanent Residents, Employment Pass Holders or Student Pass Holders. Membership will be extended to an individual who holds formal university qualification and is principally employed in a scientific and technological research capacity. RSEs also include managers engaged in the planning and management of research. Trainees of Science and Technology Research Training Programmes offered by Government Agencies; research-based post doctoral fellows or students pursuing postgraduate studies, in the field of science and technology, and attached to one of the research and development divisions in an established Research & Development (R&D) organisation, will be considered for membership as well. Membership shall consist of 6 categories as follows:-

5.1.1. Honorary Member

- 5.1.1.1. The Executive Committee may, at its discretion, invite a distinguished researcher to become an Honorary Member of the Club on such terms as the Executive Committee may decide from time to time.
- 5.1.1.2. An Honorary Member is not allowed to stand for elections to the Executive Committee. However, the Honorary Member may contribute any suggestions or recommendations to the Executive Committee.

5.1.2. Ordinary Member

- 5.1.2.1. Ordinary Membership shall be open to all Scientists, Research Engineers, and Research Assistants who are Singapore Citizens, Permanent Residents, and Employment Pass Holders and are above 21 years of age.
- 5.1.2.2. An Ordinary Member shall, on acceptance and payment of all due fees and subscriptions, be entitled to full use of the Club facilities. Only fully paid up Ordinary Members may vote at General Meetings or stand for election to the Executive Committee.
- 5.1.2.3. An Ordinary Member shall have a minimum education level of Bachelor degree.

5.1.3. Junior Member

- 5.1.3.1. Junior membership shall be open to: all students pursuing postgraduate studies at the local universities in the field of science and technology;

All trainees of Science and Technology Research

Training Programmes offered by Government Agencies;

Young students whose papers are accepted and published in IRC conference on Science, Engineering and Technology (IRC-SET).

5.1.3.2. On acceptance and payment of all due fees and subscriptions, Junior Members will be entitled to full use of the Club facilities.

5.1.3.3 Junior members are not entitled to vote at General Meetings, and not entitled to stand for election to the Executive Committee.

5.1.4. Supplementary Member

5.1.4.1. An Ordinary Member, shall upon written request to the Secretary is entitled to enroll his/her spouse and unmarried children (below 21 years of age) as Supplementary Member, provided they are residents in the house of the member making the application.

5.1.4.2. Supplementary Member shall be entitled to use the Club facilities (Supplementary Members below 12 years of age may use the Club facilities under the member's supervision). However, they may be withdrawn at any time by the Executive Committee and shall be subject to such restrictions as the Executive Committee may prescribe.

5.1.4.3 Supplementary Members are not entitled to vote at General Meetings, and not entitled to stand for election to the Executive Committee.

5.1.5. Visiting Member

5.1.5.1. Any RSEs and research students on a temporary visit to Singapore may, at the discretion of the Executive Committee, be admitted as a Visiting Member of the Club for not longer than a total of three months during a calendar year.

5.1.5.2. A Visiting Member shall be proposed by a member of the Club who is not himself/herself a Visiting Member. If approved by the Executive Committee, the name of the Visiting Member shall be displayed on the Club Notice Board during the period of such membership.

- 5.1.5.3 A Visiting Member on acceptance shall pay the pro rata membership fee and shall be entitled to use the Club facilities.
 - 5.1.5.4 A Visiting Member is not entitled to vote at General Meetings, and not entitled to stand for election to the Executive Committee.
- 5.1.6. Corporate Member
- 5.1.6.1. Corporate Membership in the Club shall be open to all companies and organisations involved in R&D, in the field of science and technology, registered in Singapore. Subject to the approval of the Executive Committee.
 - 5.1.6.2. Corporate Members shall be entitled to use the Club facilities; place advertisements in the Club's newsletter and publications and web site at privileged rates; hold talks and seminars for the Club Members; and nominate up to five RSEs from the company or organisation to attend Club activities at the rate charged for Members.
 - 5.1.6.3 Corporate Members shall not hold office in the Club and shall have not have right to vote in General Meeting or stand for elections to the Executive Committee.
- 5.2. All members are obliged to write to the Honorary Secretary to notify any changes to their personal particulars and employment.
- 5.3. Each member is permitted to hold only one membership at any one time. The membership is non-transferable. Those holding two memberships or more will have to dispose the memberships in excess of one within a period of time to be decided by the Executive Committee.
- 5.4. The Executive Committee shall have power at any time to restrict the number of members of all categories and from time to time rescind such restriction and for this purpose, may order that all applications for memberships be held abeyance.
- 5.5. Membership Application & Fees
- 5.5.1. Application for membership is to be made on-line via the form available from web site of the Club or on forms provided for the purpose. The Executive Committee shall decide on the application for membership.
 - 5.5.2. No entrance fees will be imposed. An administrative charge and annual subscription fee will be chargeable as determined by the Executive Committee, and shall be

payable in such manner as the Committee may from time to time decide. A copy of the Constitution shall be furnished to every approved member.

5.5.3. An annual subscription shall be paid in advance yearly. Bills are forwarded to members at the commencement of every new period.

5.5.4. Fees and subscriptions due from members should be paid by crossed cheque or postal order made payable to "International Researchers Club", internet banking or by any other means which the Committee may decide to accept from time to time. Payments in cash will only be recognized if evidenced by an official receipt.

5.5.5. Honorary Members shall be exempted from payment of subscription fee.

5.5.6. The Executive Committee shall have the discretion to grant concessions on the subscription fees for retired Ordinary Members.

5.5.7. Any additional fund required for special purposes may only be raised from members with the consent of the General Meeting of members.

6. Cessation of Membership

6.1. Any member shall resign by giving to the Honorary Secretary a one (1) month notice in writing to the effect but such member shall pay all debts due to the Club.

7. Conduct of Members

7.1. All members/guests participating in activities under the aegis of the Club shall at all times display good conduct and sportsmanship. They shall obey the Bye-Laws of the Club and shall not in particular, commit any of the offences listed in the schedule hereto.

7.2. All members/guests shall obey the Bye-Laws of the Club and shall not in particular, commit any of the offences listed in the schedule hereto.

7.3. All members/guests using the Club facilities including those leased from external parties, shall at all times display good conduct and obey the Bye-laws, Rules and Regulations of the Club and the external parties.

7.4. The Club shall have power to discipline any members/guests participating in any of the Club's activities or utilizing the Club's

premises, who acts in violation of the Club's Bye -Law.

- 7.5. Any such breach of the Club's Bye-Laws or any behavior considered unbecoming of a member/guest whilst participating in such functions or whilst in the Club premises, shall be reported as soon as possible to the Vice-President who shall, if he/she considers it necessary, appoint an Inquiry Committee of 3 members (comprising 2 members from the Executive Committee and the Club Manager of the Club) to inquire into the matter and submit a report and recommendations thereon.
- 7.6. The member/guest against whom a complaint has been lodged, shall be given a reasonable opportunity of being heard before any punishment is imposed.
- 7.7. If he is a member of the Club, the Committee may thereafter decide to expel or suspend him, or impose any other lesser penalty. If the member refuses to reply to the charges, or fails to attend the meeting called to answer the charges, the Committee may nevertheless proceed to decide on the penalty to be imposed. No appeal shall lie from the decision of the Committee to any Court of Law.

8. Supreme Authority and General Meeting

- 8.1. The supreme authority of the Club is rested in a General Meeting of the members presided over by the President.
- 8.2. The Annual General Meeting shall be held at the Clubhouse no later than 31st August for the purposes:
 - 8.2.1. to consider and confirm the minutes of the last Annual General meeting and any other intervening General Meeting;
 - 8.2.2. to receive and approve the Report of the Executive Committee and the Club Accounts for the preceding financial year ending 31 March;
 - 8.2.3. to elect members of the Executive Committee, if required;
 - 8.2.4. to elect Auditors for the ensuing year, if required;
- 8.3. Notice of the Annual General Meeting shall be given to members at least 14 days before the date of such meeting. The notice shall include the Executive Committee's report, audited Statement of Accounts and other items on the Agenda.
- 8.4. 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 order of the Executive Committee. The

notice in writing shall be given to the Honorary Secretary setting forth the business that is to be transacted. The Extraordinary General meeting shall be convened within two months from receiving this request to convene the Extraordinary General Meeting.

- 8.5. If the Executive Committee does not within two months after the date of the receipt of the written request proceed to convene the Extraordinary General Meeting, the members who requested for the Extraordinary General Meeting shall convene the Extraordinary General Meeting by giving ten days' notice to the voting members setting forth the business to be transacted and simultaneously posting the agenda on the Club's notice board.
- 8.6. At least ten days' notice shall be given of an Extraordinary General Meeting. Notice of meeting stating the date, time and place of meeting shall be sent by the Honorary Secretary to all voting members. The particulars of the agenda shall be emailed and posted on the Club's notice board four days in advance of the meeting.
- 8.7. Unless otherwise stated in this Constitution, voting by proxy shall not be allowed at all General Meetings.
- 8.8. Any member who wishes to place an item on the agenda of a General Meeting may do so provided he or she gives notice to the Honorary Secretary one week before the meeting is due to be held.
- 8.9. 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.
- 8.10. In the event, a quorum is not present within thirty minutes from the time fixed for the meeting, the members present shall form a quorum, but they shall have no power to amend any of the existing Constitution.

9. Executive Committee

- 9.1. The administration of the club shall be vested in the Executive Committee consisting of the following:

A President

A Vice-President

An Honorary Secretary

An Honorary Assistant Secretary

An Honorary Treasurer

An Honorary Assistant Treasury

5 Ordinary Committee Members

A Club Manager or Club Officer

- 9.2. The President and Honorary Treasurer and the Club Manager shall be appointed by A*STAR.
- 9.3. Names for the post of the Vice-President, Honorary Secretary, Honorary Assistant Secretary, Honorary Assistant Treasurer and the Ordinary Committee Members shall be proposed and seconded at the Annual General Meeting and election will follow on a simple majority vote of the members, if required.
- 9.4. All office-bearers, except the Honorary Treasurer may be reappointed or re-elected respectively to the same or related post for a consecutive term of office. The term of office of the Executive Committee is two (2) years.
- 9.5. 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, the Chairman of the meeting shall have a casting vote.

10. POWERS AND DUTIES OF THE EXECUTIVE COMMITTEE

- 10.1. The Executive Committee shall meet as and when necessary to carry out the business of the Club but not less than once every three months.
- 10.2. The quorum for the Executive Committee shall be at least one half of the members of the Executive Committee for the proceedings to be valid.
- 10.3. Notice of meeting shall be given at least 7 days in advance by the Honorary Secretary to every member of the Committee before the date of the meeting. The President may call an Executive Committee Meeting by giving five days' notice.
- 10.4. Any member of the Executive Committee absenting himself or herself from three (3) consecutive meetings without reasonable cause acceptable to the Committee, may be removed from office by the Executive Committee.
- 10.5. In the event of a vacancy in the Executive Committee, the successor shall be co-opted by the Executive Committee to serve until the end of the term. Any change in the Executive Committee shall be notified to the Registrar of Societies within two weeks of change.
- 10.6. The Executive Committee shall have the power to:
 - 10.6.1. make, alter or rescind any bye-laws and regulations which shall not be inconsistent with this Constitution;

- 10.6.2. appoint from among members of the Club and/or members of the Executive Committee or co-opt one member of the Club to serve in such Sub-Committees as it deems fit and to define the duties of such Sub-Committees;
 - 10.6.3. appoint such full-time or part-time assistants or employees of the Club, as it deems fit and to define their duties and to determine their remuneration.
 - 10.6.4. To authorize the expenditure of a sum not exceeding the budget as approved by the Annual General Meeting from the Club's funds for the Club's purposes.
 - 10.7. The duty of the Executive Committee is to organise and supervise the daily activities of the Club and to make decisions on matters affecting its running. The Club Manager shall report to the President and work with the Executive Committee on all aspects of the Club's operations, management and activities.
 - 10.8. The Executive 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 Meeting.
11. Sub-Committees
- 11.1. The Executive Committee shall appoint the Chairman of the Sub-Committees and Ad-hoc Committees.
 - 11.2. The Chairperson and members of the Sub-Committees and Ad-hoc Committees shall each hold office for 1 year and they shall be eligible for re-appointment.
12. Duties of Office Bearers
- 12.1. President
 - 12.1.1. The President shall chair all General and Executive Committee Meetings and represent the Club in its dealing with outside persons.
 - 12.2. Vice-President
 - 12.2.1. The Vice-President shall assist the President. In the absence of the President from any meeting, the Vice-President shall carry out the duties of the President. In the absence of any appointment, the President shall be elected by the Executive Committee from within the Committee for a particular meeting.

12.3. Honorary Secretary

12.3.1. The Honorary Secretary shall keep all records, except financial, of the Club and shall be responsible for their accuracy, convene all meetings, keep minutes of all meetings and generally perform all the duties entrusted by the Club. He or she shall maintain an up-to-date Register of Members at all times.

12.4. The Honorary Assistant Secretary

12.4.1. The Honorary Assistant Secretary shall assist the Honorary Secretary in his or her duties and perform the duties of the Honorary Secretary in his or her absence.

12.5. The Honorary Treasurer

12.5.1. The Honorary Treasurer shall oversee the financial matters of the Club and submit quarterly financial statements at the Executive Committee meetings.

12.6. The Honorary Assistant Treasurer

12.6.1. The Honorary Assistant Treasurer shall assist the Honorary Treasurer in his or her duties and perform the duties of the Honorary Treasurer in his or her absence.

12.7. Ordinary Executive Committee Members

12.7.1. The Ordinary Executive Committee Members shall assist the Executive Committee in the general administration of the Club and perform any other duties assigned by the Executive Committee from time to time.

13. Audit & Financial Year

13.1 According to the Societies Regulations, the accounts of the Club for each financial year are audited by

- (i) the society's auditor where the gross income or expenditure of the society does not exceed \$500,000 in that financial year; or
- (ii) a qualified company auditor where the gross income or expenditure of the society exceeds \$500,000 in that financial year.

13.2 The society's auditors shall be two (2) voting members, not being members of the Executive Committee, elected as Honorary Auditors at alternate Annual General Meeting. They will hold office for a term of two years only and shall not be re-elected for a consecutive term.

13.3 A Company Auditor is one approved under Section 9 of the

Companies Act (Cap. 50). The auditor's report must state:

- a) whether the financial statements accurately reflect the financial transactions and the state of affairs of the Club;
- b) whether proper accounts and other records have been kept, including those of all assets and liabilities of the Club; and
- c) other matters arising out of the audit as the auditor considers necessary.

13.4 The financial year shall be from 1st April to 31st March.

14. Trustees

14.1. If the Club at any time acquires any immovable property, such property shall be vested in trustees subject to a declaration of trust.

14.2. The trustees of the Club shall:

14.2.1. Not be more than 4 and not less than 2 in number.

14.2.2. Be elected by a General Meeting of members.

14.2.3. Not effect any sale or mortgage of property without the prior approval of the General Meeting of members

14.3. The office of the trustee shall be vacated:

14.3.1. If the trustee dies or becomes a lunatic or of unsound mind.

14.3.2. If he is absent from the Republic of Singapore for a period of more than one year.

14.3.3. If he is guilty of misconduct of such a kind as to render it undesirable that he continues as a trustee.

14.3.4. If he submits notice of resignation from his trusteeship.

14.4. 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 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.

14.5. The address of each immovable property, name of each trustee and any subsequent change must be notified to the Registry of Societies.

15. Visitors and Guests

- 15.1. Visitors and guests may be admitted into the premises of the Club but they shall not be admitted to the privileges of the Club nor shall they be admitted into the premises more than six times in a calendar year. These visits are to be confined to not more than once in 14 days.
- 15.2. A Visitors' Book shall be kept, in which shall be entered the names of all visitors and guests, together with the names and signatures of the members nominating them and the dates of their visits. No person shall be a visitor or guest till his name has been entered in this book.

16. Prohibitions

- 16.1. 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 Club's premises. The introduction of materials for gambling or drug taking and persons of bad characters are strictly prohibited in the premises.
- 16.2. The funds of the Club shall not be used to pay the fines of members who have been convicted in a court of law.
- 16.3. The Club 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 Club 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.
- 16.5. The Club shall not indulge in any political activities or allow its funds and/or premises to be used for political purposes.
- 16.6. The Club shall not hold any lottery, whether confined to its members or not, in the name of the Club or its office-bearers, Executive Committee or members unless with the prior approval from the relevant authorities.
- 16.7. The club 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.

17. Club Property

- 17.1. No member shall take away, or permit to be taken away from the

club premises, except with the written permission of the Club Manager, under any pretence whatsoever or shall injure or destroy any property of the Club.

18. Lost Property

18.1. The Club shall not be responsible for any property left at the Club by members, their children or guests and visitors of the Club.

19. Disclaimer of Liability of Club

19.1. The Club shall not be liable in respect of the death of or personal injuries to any member, his children or guests or visitors of the Club arising in any way out of his membership of the Club or through his or their use or enjoyment of the Club, its amenities, privileges or facilities or otherwise howsoever arising.

19.2. The Club shall not be liable for the loss or damage to any article or property whatsoever brought to the Club premises or its compound by a member, his children or guests or visitors of the Club or entrusted to any servant of the Club.

19.3. No member shall be entitled to maintain any claim whatsoever, howsoever they may arise, against the Club or the Executive Committee in respect of clauses (19.1) and (19.2) above.

20. Signatories for Cheques

20.1. Cheques for withdrawal from the bank shall be signed by the Club Manager (or Club Officer), Honorary Treasurer and the President based on the financial guidelines of the Club.

21. Bye-Laws

21.1. The Executive Committee shall have the power to frame, rescind or alter the Bye-Laws to provide for the administration of the Club's recreational facilities or in furtherance of the objects of the Club. Such Bye-Laws shall not be inconsistent with this Constitution.

22. Amendments to Constitution

22.1. The Constitution shall not be altered or amended unless such alteration and amendment is proposed and approved at a General Meeting and with the consent of two-thirds of the voting members present at the General Meeting. Such alteration or amendment

shall not come into force without the prior sanction of the Registrar of Societies.

23. Interpretation

23.1. In the event of any question or matter pertaining to day-to-day administration which is not expressly provided for in this constitution, the Executive Committee shall have power to use their discretion. The decision of the Executive Committee shall be final unless it is reversed at a General Meeting of members.

24. Disputes

24.1. In the event of any dispute arising amongst the members, the matter shall be brought up before the Executive Committee who shall hear all parties to the dispute and arbitrate the matter. Should the members fail to resolve the matter, they may bring the matter to a court of law for settlement.

25. Dissolution of Club

25.1. The Club shall not be dissolved, except with the consent of not less than 3/5 of the total voting membership of the Club for the time being resident in Singapore expressed, either in person or by proxy, at a General Meeting convened for the purpose.

25.2. In the event of the Club being dissolved as provided above, all debts and liabilities legally incurred on behalf of the Club 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.

25.3. A Certificate of dissolution shall be given within 7 days of the dissolution to the Registrar of Societies.