

CONSTITUTION of GIRL GUIDES SINGAPORE

ROS/RCB No: 0045/1957CAS (1702) on 9 June 1967 Charity Registration No: 0158 on 22 March 1985

2007 CONSTITUTION

Year	Date adopted at AGM	Date of Registry of Societies (ROS) Approval
1970		
1983	15 May 1982	
1988		
1990	12 May 1990	Received by ROS: 22 June 1990
1995	12 August 1995	Received by ROS: 11 September 1995
1996	29 June 1996	Received by ROS: 4 August 1996
1998	23 May 1998	Received by ROS: 1 September 1998
2000	15 May 2000	Received by ROS: 20 September 2000
2004	14 May 2004	Received by ROS: 19 November 2004
2007	27 May 2006	Approved by ROS: 19 March 2007
2011	15 May 2010	Approved by ROS: 28 April 2011
2015	17 May 2014	Approved by ROS: 18 November 2014

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PART I

ASSOCIATION

1. NAME

Original text: "The name of the Association shall be in the national language "PERSATUAN PANDU PUTERI" and in English "THE SINGAPORE GIRL GUIDES ASSOCIATION."

1990 amendment made in accordance with WAGGGS' requirement in stating the seat of our Organisation, to read: 'The name of the Association in the national language shall be "PERSATUAN PANDU PUTERI" and in English, "THE SINGAPORE GIRL GUIDES ASSOCIATION", with its Headquarters in the Republic of Singapore."

2004 amendment made to the name of the organisation to give it a new and younger image or branding, to read: "The name of the Association in the national language shall be "Pandu Puteri Singapura" and in English "Girl Guides Singapore", with its Headquarters in the Republic of Singapore."

1. NAME

The name of the Association in the national language shall be "Pandu Puteri Singapura" and in English "Girl Guides Singapore", with its Headquarters in the Republic of Singapore.

[1990, 2004]

2. AIMS AND PRINCIPLES

2.4 Original text: "The above Aims and Principles are to be carried out in the Republic of Singapore."

1988 amendment made to include new Article 2(4) as required by Comptroller of Income Tax, read: "The above aims and principles are to be carried out in the Republic of Singapore and whenever representing the Association.

2. AIMS AND PRINCIPLES

To provide girls with the opportunity for self-training in the development of character, responsible citizenship and service to the community.

To maintain a high ethical standard based on the aims and principles embodied in the Promise and Law as laid down by the Founder, Lord Baden-Powell.

To encourage international goodwill and understanding by establishing friendly relations with the girls of other nations.

The above aims and principles are to be carried out in the Republic of Singapore and whenever representing the Association.

[1988]

AMENDMENTS MADE SINCE 1970	2007 CONSTITUTION
3. PROMISE AND LAW	3. PROMISE AND LAW
	3.1 PROMISE I promise to do my best. To do my duty to God. To serve my country and to help other people, and To keep the Guide Law.
ORIGINAL TEXT: "A Guide's duty is to be useful and to help others." 2007 amendment made to improve the language, read: "A Guide is useful and helps others."	3.2 LAW A Guide is loyal and can be trusted. A Guide is useful and helps others. [2007] A Guide is polite, considerate and respects her elders. A Guide is friendly and a sister to all Guides. A Guide is kind to all living things. A Guide is obedient. A Guide has courage and is cheerful in all difficulties. A Guide takes care of her own possessions and those of other people.
ORIGINAL TEXT: "A Guide is diligent." 1995 amendment made to reinforce value of thrift, read: "A Guide is thrifty and diligent."	A Guide is thrifty and diligent. [1995]
ORIGINAL TEXT: "A Guide is self-disciplined in all she thinks, says and does." 2007 amendment made to improve the language, read: "A Guide is self-disciplined in what she thinks, says and does."	A Guide is self-disciplined in what she thinks, says and does. [2007]
4. BADGE ORIGINAL TEXT: "Trefoil". 1990 amendment made to delete the word "Trefoil" from the subtitle as deemed not necessary.	4. BADGE [1990]
ORIGINAL TEXT: "The badge of the Association shall be the trefoil which is the symbol of our 3-fold Promise." 2007 amendment made to emphasize the word "Trefoil" in capital letter, read: "The badge of the Association	The badge of the Association shall be the Trefoil which is the symbol of our 3-fold Promise. [2007]

amendment, the GGS Constitution would be the prime document by which the National Council and Executive Committee are to act, and not the Policy, Organisation and Rules of the Association, read: "The control and

AMENDMENTS MADE SINCE 1970 2007 CONSTITUTION shall be the Trefoil which is the symbol of our 3-fold Promise." PART II **ORGANISATION** 5. PATRON 5. PATRON The Patron of the Girl Guides Singapore (hereafter called "the Association") shall be the wife **ORIGINAL TEXT**: "The National Council of the Singapore Girl Guides Association may invite the wife of the of the President of the Republic of Singapore on the invitation of the National Council, or President of the Republic of Singapore or such person as may be deemed fit to be Patron of The Singapore Girl such other person the National Council deems fit to be Patron of the Association. Guides Association." 2007 amendment made to make it clear that the First Lady will be the Patron of the [2007] Association on the invitation of the National Council. However, another person may be appointed by the National Council as the Association's Patron should we have no First Lady, read: "The Patron of the Girl Guides Singapore (hereafter called "the Association") shall be the wife of the President of the Republic of Singapore on the invitation of the National Council, or such other person the National Council deems fit to be Patron of the Association." 6. ADMINISTRATION 6. ADMINISTRATION ORIGINAL TEXT: "6. ORGANSATION AND ADMINISTRATION". [1988, 1990] **1988 amendment** made to re-number Article to read: "Article 6(1)". **1990 amendment** made to change Article to read: "6. ADMINISTRATION". **ORIGINAL TEXT**: "The control and administration of the Association shall be vested in a council to be known The control and administration of the Association shall be vested in the National Council constituted under Part IV of this Constitution. as the National Council, who may delegate such control and administration as it deem fit to the Executive Committee provided nevertheless that the Council and Executive Committee shall act in accordance with the [2007] Constitution, Policy, Organisation and Rules of the Association in force at the material time as published from time to time by the Association." 2007 amendment made to shorten so as to be consistent with the Code of Governance and Management for voluntary welfare organizations in Singapore. The Code demands that the role of the National Council, as the highest policy and decision-making body of the GGS, be kept separate and distinct from the executive. The delegation by the National Council to the Executive Committee will be addressed in Article 19. By this

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administration of the Association shall be vested in the National Council constituted under Part IV of this Constitution."

7. TERM OF OFFICE AND DUTIES

1988 amendment made to include new Article 6(2), except for key positions reference should be made to P.O.R., as amendments to P.O.R. easier and faster, read: "Terms of Office and Duties

The term of office of all Commissioners, Advisers and Office Bearers and their duties shall be laid down in Policy, Organisation and Rules."

ORIGINAL TEXT numbered: "Article 6.2".

1990 amendment made to re-number Article to read: "7. TERMS OF OFFICE AND DUTIES".

ORIGINAL TEXT: "The term of office of all Commissioners, Advisers and Office Bearers and their duties shall be laid down in Policy, Organisation and Rules."

1990 amendment made to add in the word "Branch", read: "The term of office of all Commissioners, Branch Advisers and Office and Bearers and their duties shall be laid down in Policy, Organisation and Rules."

ORIGINAL TEXT: "The term of office for all Commissioners, Branch Advisers and Office Bearers and their duties shall be laid down in Policy, Organisation and Rules."

2007 amendment made so as to be consistent with the Code of Governance and Management for voluntary welfare organizations in Singapore. The Code demands that the Constitution set out the tenure and duties of the key officers of the Association, and not the Policies, Organisation and Rules of the Association, read: "The term of office and duties for all members of the National Council and Executive Committee shall be as prescribed in this Constitution"

7. TERM OF OFFICE AND DUTIES

The term of office and duties for all members of the National Council and Executive Committee shall be as prescribed in this Constitution.

[1988, 1990, 2007]

PART III MEMBERSHIP

8. PRINCIPLES OF MEMBERSHIP

1990 amendment made to include new article to strengthen point that membership is voluntary,' as required by WAGGGS, read: "8. PRINCIPLES OF MEMBERSHIP

Membership is voluntary and open to all qirls and women without distinction of creed, race and nationality."

Original text: "Membership is voluntary and open to all girls and women without distinction of creed, race and

8. PRINCIPLES OF MEMBERSHIP

Membership in the Association is voluntary and open to all girls and women regardless of creed, race or nationality.

[1990, 2007]

AMENDMENTS MADE SINCE 1970 2007 CONSTITUTION nationality." 2007 amendment made to improve the language, read: "Membership in the Association is voluntary and open to all girls and women regardless of creed, race or nationality." 9. KINDS OF MEMBERSHIP 9. KINDS OF MEMBERSHIP [1990] Original text numbered: "Article 7". **1990 amendment** made to re-number Article to read: "Article 9". 9.1 2007 amendment made to introduce Article 9.1 to ensure that the Association retains its character as a 9.1 Membership of the Association shall at all times consist of a majority of Uniformed Members. uniformed and field movement for girls, read: "9.1 Membership of the Association shall at all times consist of a [2007] majority of Uniformed Members." 9.2 Original text: "There shall be three kinds of membership of the Association vis: 9.2 There shall be 4 kinds of membership of the Association viz: (a) Uniformed Members, who may be -(a) Uniformed members (i) Girl Members comprising Brownies, Guides and Young Adult members; and (b) Lay members (ii) Adult Members; (c) Trefoil Guild members." 1983 amendment made to introduce a new category to show appreciation for services to Guiding, read: "There (b) Lay Members shall be four kinds of membership of the Association vis: (c) Trefoil Guild Members (a) Uniformed members (d) Honorary Members [1983, 2007] (b) Lay members (c) Trefoil Guild members. (d) Honorary members." 2007 amendment made to make it clear that each type of membership will be mutually exclusive. The basic classes of membership were retained but the division of Uniformed membership is clearly defined at the beginning of the Constitution, instead of being buried at the back in the description of the Uniformed section, read: "9.2 There shall be 4 kinds of membership of the Association viz: (a) Uniformed members (i) Girl Members comprising Brownies, Guides and Young Adult members; and (ii) Adult Members: (b) Lay members (c) Trefoil Guild members. (d) Honorary members. "Uniformed members Also, re-numbered Article to read: "9.2".

AMENDMENTS MADE SINCE 1970	2007 CONSTITUTION
10.UNIFORMED MEMBERSHIP Original text: "Article 7.2 Uniformed Membership". 1990 amendment made to re-number Article to read: "10. UNIFORMED MEMBERSHIP".	10. UNIFORMED MEMBERSHIP [1990]
10.1 Original text: "10.1 Uniformed membership is open to all girls without distinction of creed, race or nationality." 1990 amendment made to capitalise the heading and include the words "and women" to include adult membership, read: "10.1 Uniformed membership is open to all girls and women without distinction of creed, race or nationality." 2007 amendment made to eliminate repetitious wording, read: "Uniformed membership is open only to girls and women."	10.1 Uniformed membership is open only to girls and women. [1990, 2007]
10.2 2007 amendment made to add new Article 10.2 to re-articulate the privileges of uniformed members currently distributed among more than one provision of the Constitution, read: "All Uniformed Members except Girl Members shall enjoy the following rights and privileges of membership: (a) attending and voting at the Association's General Meetings, subject to payment of fees due; and (b) holding any office in the National Council or the Executive Committee or any committee thereof."	All Uniformed Members except Girl Members shall enjoy the following rights and privileges of membership: (a) attending and voting at the Association's General Meetings, subject to payment of fees due; and (b) holding any office in the National Council or the Executive Committee or any committee thereof. [2007]
10.3 2007 amendment made to clarify what Young Adults may participate in. A balance between junior membership and full responsibility as an Adult Member, read: "Uniformed Girl Members who are Young Adult Members — (a) may attend (but not vote at) the Association's General Meetings; and (b) may hold office in any committee of the National Council or the Executive Committee, but not office in the National Council or Executive Committee."	10.3 Uniformed Girl Members who are Young Adult Members — (a) may attend (but not vote at) the Association's General Meetings; and (b) may hold office in any committee of the National Council or the Executive Committee, but not office in the National Council or Executive Committee. [2007]
10.4 Original text: "10.2 Any girl or woman who wishes to be a uniformed member must 1990 amendment made to re-number to Article 10.2 and add "or woman" to include adult membership, read: "Any girl or woman who wishes to be a uniformed member must (a) accept the aims and principles as laid down in Article 2, (b) be enrolled by an authorised member of the Association, and (c) make the 3-fold promise as set out in Article 3."	10.4 Except as otherwise provided in Article 10.5, any girl or woman who wishes to be a Uniformed Member shall become one only if she — (a) accepts the aims and principles as laid down in Article 2; (b) is or has been enrolled by a Uniformed Member of the Association who holds a valid warrant; and (c) makes or renews the 3-fold promise as set out in Article 3.

and

[2007]

AMENDMENTS MADE SINCE 1970 2007 CONSTITUTION [1990, 2007] 2007 amendment made to clarify viz. that enrolment can only be done by a warranted Adult Member, and that a Trefoil Guild Member who wants to assume Uniformed membership again need not be enrolled again, read: "Except as otherwise provided in Article 10.5, any girl or woman who wishes to be a Uniformed Member shall become one only if she accepts the aims and principles as laid down in Article 2; (a) is or has been enrolled by a Uniformed Member of the Association who holds a valid warrant; and makes or renews the 3-fold promise as set out in Article 3" 10.5 And "A non-uniformed Member may at any time convert to become a Uniformed Member, except that she A non-uniformed Member may at any time convert to become a Uniformed Member, except that she need not renew the 3-fold promise if she has previously been enrolled. need not renew the 3-fold promise if she has previously been enrolled." Also re-numbered Article to read: "10.4", "10.5". [2007] 11. LAY MEMBERSHIP 11. LAY MEMBERSHIP Subject to Article 11.3, Lay Membership is open to all persons (male or female) who 11.1 Original text: "Lay membership is open to all persons without distinction of creed, race, nationality who wish to help the Association in the furtherance of its objects. wish to help the Association in the furtherance of its objects." 2007 amendment made to omit repetitious wording, read: "Subject to Article 11.3, Lay Membership is open to [2007] all persons (male or female) who wish to help the Association in the furtherance of its objects." A Lay Member shall be admitted to the Association by the National Council. 11.2 2007 amendment made to add Article 11.2 to clarify who the admitting authority is for Lay Members, read: [2007] "A Lay Member shall be admitted to the Association by the National Council." The National Council may admit as a Lay Member any male person who desires to 11.3 Original text: "The Association may admit as a lay member any male person who desires to assist the assist the Association in the furtherance of its objects provided that the total number of male Association in the furtherance of its objects provided that the total number of male members shall at any one time members shall at any one time be not more than 1/8 (one-eighth) of the total membership of be not over 1/8 of the total membership of the Association." the Association. **2007 amendment** made to eliminate ambiguity, read: "The National Council may admit as a Lay Member any male person who desires to assist the Association in the furtherance of its objects provided that the total number [2007] of male members shall at any one time be not more than 1/8 (one-eighth) of the total membership of the Association." **Also, re-numbered** Article to read: "11.3". All Lay Members shall enjoy the following rights and privileges of membership: 11.4 Original text: "Lay members may serve the Association either in the Council of The Singapore Girl Guides (a) attending and voting at the Association's General Meetings, subject to payment Association or in the Local Association or in any of the Committees of the Council." 2007 amendment made to articulates clearly the privileges and rights of Lay Membership and removes the of fees due: and obsolete reference to Local Association. In future, the Girl Guides may have Lay Members who are not members holding any office in the National Council or being a member of any of any committee, read: "All Lay Members shall enjoy the following rights and privileges of membership: committee of the Association. attending and voting at the Association's General Meetings, subject to payment of fees due;

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(b) holding any office in the National Council or being a member of any committee of the Association."	
Also, re-numbered Article to read: "11.4".	
12. TREFOIL GUILD MEMBERSHIP	12. TREFOIL GUILD MEMBERSHIP
12.1 Original text: "Trefoil Guild membership is open to all women who had been uniformed members in the past and who wish to remain as members of the Association." 2007 amendment made to reflect current practice. Trefoil Guild Members remain in the Lay Section of the Association, read: "Trefoil Guild Membership is open to all women and girls who were previously Uniformed Members and who wish to remain as members of the Association."	12.1 Trefoil Guild Membership is open to all women and girls who were previously Uniformed Members and who wish to remain as members of the Association. [2007]
12.2 <u>2007 amendment</u> made to add Article 12.2 to identify the admission process and admitting authority for Trefoil Guild Members, read: "A Trefoil Guild Member shall be admitted to the Association by the National Council on the recommendation of the Trefoil Guild Committee."	12.2 A Trefoil Guild Member shall be admitted to the Association by the National Council on the recommendation of the Trefoil Guild Committee. [2007]
12.3 2007 amendment made to add Article 12.3 to articulate clearly the privileges and rights of Trefoil Guild Membership currently distributed in more than one provision in the Constitution. Similar to but not identical to that of the Uniformed Section, under-aged Trefoil Guild Members cannot vote at the Association's General Meetings, read: "All Trefoil Guild Members (except those less than 21 years of age) shall enjoy the following rights and privileges of membership: (a) attending and voting at the Association's General Meetings, subject to payment of fees due; and (b) holding any office in the National Council or being a member of any committee of the Association."	 12.3 All Trefoil Guild Members (except those less than 21 years of age) shall enjoy the following rights and privileges of membership: (a) attending and voting at the Association's General Meetings, subject to payment of fees due; and (b) holding any office in the National Council or being a member of any committee of the Association. [2007]
12.4 <u>2007 amendment</u> made to add Article 12.4 to reflect the current practice, read: "The Trefoil Guild Committee may from time to time admit any Uniformed Member as an Associate Member of the Trefoil Guild solely for the purpose of participation in the activities of the Trefoil Guild."	12.4 The Trefoil Guild Committee may from time to time admit any Uniformed Member as an Associate Member of the Trefoil Guild solely for the purpose of participation in the activities of the Trefoil Guild. [2007]
13. HONORARY MEMBERSHIP	13. HONORARY MEMBERSHIP
13.1 1983 amendment made to add Article 10 as a result of the new category of Honorary Membership in Article 7 (i), read: "Honorary membership shall be conferred by the National Council on the recommendation of the Executive Committee. This category of member shall have no right to vote and to hold any post in the office." 1990 amendment to re-number Article to read: "Article 13". 2007 amendment made to text ing for reasons of clarity, read: "Honorary Membership may be conferred on any person by the National Council on the recommendation of the Executive Committee."	13.1 Honorary Membership may be conferred on any person by the National Council on the recommendation of the Executive Committee. [1983, 1990, 2007]

2007 CONSTITUTION **AMENDMENTS MADE SINCE 1970** Also, re-numbered Article to read: "13.1". 13.2 All Honorary Members may attend (but not vote at) the Association's General Meetings 13.2 2007 amendment made to add Article 13.2 to allow Honorary Members to hold office at National Council or be members in any committee of the Association. However, an Honorary Member will still not be able to vote and may hold any office in the National Council or be a member of any committee of the Association. at the AGMs even if they hold office in the National Council., read: "All Honorary Members may attend (but not [2007] vote at) the Association's General Meetings and may hold any office in the National Council or be a member of any committee of the Association." 14. SUBSCRIPTION 14. SUBSCRIPTION **14.1 Original text**: "Members of all categories shall pay the fee prescribed by the Council." 14.1 All Members, except Honorary Members shall pay to the Association such fees (annual or otherwise) as are prescribed by the National Council. 2007 amendment made to provide flexibility to impose new types of fees in future e.g. one-time life membership fee, and also made clear that honorary members do not need to pay any fees, to read: "All Members, except [2007] Honorary Members shall pay to the Association such fees (annual or otherwise) as are prescribed by the National Council." 14.2 Such fees as are prescribed shall, if annually payable, be paid on 31st March each year 14.2 Original text: "Annual capitation fees shall be in respect of calendar years and shall be payable on 1 June and, in any other case, be paid at such time as the National Council shall determine. 1990 amendment made to change of date for payment., to read: "Annual capitation fees shall be payable on 31 [1990, 2007] October each year." 2007 amendment made to payment date for annual fees to 31st March, read: "Such fees as are prescribed shall, if annually payable, be paid on 31st March each year and, in any other case, be paid at such time as the National Council shall determine." 15. RESIGNATION AND EXPULSION 15. RESIGNATION AND EXPULSION Any Member may resign at any time by giving notice of resignation in writing sent to **15.1 Original text**: "Any member may give notice of resignation in writing at any time." the relevant officer below as follows: 2007 amendment made to specify the persons authorized to receive resignations are identified clearly, and when Uniformed Adult Member Chief Commissioner the resignation will be effective, read: "Any Member may resign at any time by giving notice of resignation in Uniformed Girl Member Guider/Young Adult Commissioner writing sent to the relevant officer below as follows: President of Association Lay Member Uniformed Adult Member Chief Commissioner Honorary Member President of Association Uniformed Girl Member Guider/Young Adult Commissioner Lav Member President of Association Trefoil Guild Member President of Trefoil Guild [2007] Honorary Member President of Association Trefoil Guild Member President of Trefoil Guild"

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- **15.2** Original text: "Any member who fails to pay the required fee for 3 years or more may have her membership terminated at the discretion of the Council."
- **2007** amendment made to provide for automatic cessation of membership when fees are in arrears. There is no need to terminate membership, to read: "A Member shall be deemed to have resigned when the relevant office holder specified in Article 15.1 receives his or her notice of resignation. Notices sent as above shall be deemed to have been received
 - (a) on the same day in the case of hand delivered notices; or
 - (b) one working day after the day of posting in the case of registered mail."
- **15.3 2007 amendment** made to add Article 15.3 in relation to Article 15.2, to read: "If all or any part of the fees payable by a Member under Article 14 are in arrears for 3 calendar years, the Member shall automatically cease to be one immediately, but such Member may be subsequently reinstated upon payment of all arrears then due without further formality."
- **15.4** 2007 amendment made to add Article 15.4 to specify that a Member who is in arrears will have no voting rights until he/she pays up, to read: "If all or any part of the fees payable by a Member under Article 14 are in arrears, the Member shall not, for such time as those fees remain outstanding, be entitled to vote at any General Meeting of the Association held in that time, except that the Member may be permitted to vote at any such General Meeting if the Member makes payment of all such fees outstanding before the start of that General Meeting."
- 15.5 <u>Original text</u>: "The Executive Committee may expel any member provided that such decision may be made only after the member concerned had been heard and that there is good and sufficient reason for her expulsion." <u>2007 amendment</u> made to text, to read: "The Executive Committee may expel any Member provided that such

decision may be made only after that Member concerned has been heard by the Executive Committee and that there is good and sufficient reason for his or her expulsion."

Also, re-numbered Article to read: "Article 15.5".

15.6 <u>2007 amendment</u> made to text , to read: "Any Member so expelled by the Executive Committee may, within 30 days of his or her receiving notice of the Executive Committee's decision, appeal to the National Council whose decision on the matter shall be final."

Also, re-numbered Article to read: "Article 15.6".

- 15.2 A Member shall be deemed to have resigned when the relevant office holder specified in Article 15.1 receives his or her notice of resignation. Notices sent as above shall be deemed to have been received
 - (a) on the same day in the case of hand delivered notices; or
 - (b) one working day after the day of posting in the case of registered mail.

[2007]

15.3 If all or any part of the fees payable by a Member under Article 14 are in arrears for 3 calendar years, the Member shall automatically cease to be one immediately, but such Member may be subsequently reinstated upon payment of all arrears then due without further formality.

[2007]

15.4 If all or any part of the fees payable by a Member under Article 14 are in arrears, the Member shall not, for such time as those fees remain outstanding, be entitled to vote at any General Meeting of the Association held in that time, except that the Member may be permitted to vote at any such General Meeting if the Member makes payment of all such fees outstanding before the start of that General Meeting.

[2007]

15.5 The Executive Committee may expel any Member provided that such decision may be made only after that Member concerned has been heard by the Executive Committee and that there is good and sufficient reason for his or her expulsion.

[2007]

15.6 Any Member so expelled by the Executive Committee may, within 30 days of his or her receiving notice of the Executive Committee's decision, appeal to the National Council whose decision on the matter shall be final.

(iii)

(iv)

(v)

(vi)

(vii)

The Chief Commissioner

The International Commissioner

The Division Commissioners

The Honorary Secretary

The First and Second Deputy Commissioners

AMENDMENTS MADE SINCE 1970 2007 CONSTITUTION 16. RIGHTS OF MEMBERS 16. RIGHTS OF MEMBERS 16.1 Except where otherwise expressly provided in this Constitution, all Members shall have 16.1 Original text: "All members shall have the right to participate in the activities of the Association." the right to participate in the activities of the Association. 2007 amendment made to text, read: "Except where otherwise expressly provided in this Constitution, all Members shall have the right to participate in the activities of the Association." [2007] 16.2 No employee of the Association shall be a holder of any office in the National Council 16.2 Original text: "Uniformed members who are Senior Branch members, Guiders, Commissioners, Branch or the Executive Committee or any committee thereof. Advisers, Trainers and Headquarters Instructors shall be entitled to attend and to speak at General Meetings." 1998 amendment made to delete Article 16.2 to generalize the rights of members here and to cover their specific 16.3 Notwithstanding any other provision of this Constitution, no Member who is an rights under Part XII, and thus tidy up the text ing of the Constitution, and in place thereof to insert the following employee of the Association shall be entitled to vote at the Association's General Meetings new article, to read: "The rights of members to attend and vote at general meetings of the Association are set out in Part XII of this Constitution." for such time as he/she is such an employee. [1998, 2007] 2007 amendment made to create a new Article as part of the new governance measures, to ensure a separation between employees and members. This is mandatory under the Code of Governance and Management for voluntary welfare organizations in Singapore, read: "No employee of the Association shall be a holder of any office in the National Council or the Executive Committee or any committee thereof." And "Notwithstanding any other provision of this Constitution, no Member who is an employee of the Association shall be entitled to vote at the Association's General Meetings for such time as he/she is such an employee." PART IV THE NATIONAL COUNCIL 17. NATIONAL COUNCIL 17. NATIONAL COUNCIL There shall be a National Council of the Association (hereinafter referred to as "The 17.1 Original text: "The following persons shall be members of the National Council (hereinafter referred to as -National Council") comprising, subject to Article 17.2, not less 14 but not more than 17 "The Council"): individual members as follows: (i) The President A President to be appointed by the Patron (ii) The Vice-President Not more than 3 Vice-Presidents

The Chief Commissioner

An Honorary Treasurer

(vi)

All Deputy Chief Commissioners

An International Commissioner

ANNOTATED CONSTITUTION: 9 September 2007 final v1 (amendment 22 May 2015) **AMENDMENTS MADE SINCE 1970** 2007 CONSTITUTION An Honorary Secretary (viii) The Honorary Treasurer (viii) Not less than 1 but not more than 4 Advisers, each appointed on account of her The Local Association Presidents (ix) special Girl Guide knowledge, interest or skills¹; Chairmen of Standing Committees (x) The President of the Trefoil Guild (xi) The Honorary Legal Adviser The Ministry of Education representative A representative of the Ministry of Education². (xii) [1988, 1990, 2004, 2007] (xiii) Branch Advisers The President of Trefoil Guild (xiv) Any person or persons not more than three in number who may be co-opted by Council on (xv) account of his or their special knowledge, interest or skills. Such persons shall hold office 1 year starting from the time of their appointment." 1988 amendment made to remove the position of Honorary Legal Adviser from The Council as Legal Adviser only to advise on legal problems and not involved in general administration or policy making, read: "The following persons shall be members of the National Council (hereinafter referred as "The Council"): (i) The President The Vice-President (ii) The Chief Commissioner (iii) (iv) The First and Second Deputy Commissioners The International Commissioner (v) The Division Commissioners (vi) The Honorary Secretary (vii) (viii) The Honorary Treasurer (ix)The Local Association Presidents Chairmen of Standing Committees (x)(xi)The Ministry of Education representative (xii) **Branch Advisers** (xiii) The President of Trefoil Guild (xiv) Any person or persons not more than three in number who may be co-opted by Council on account of his or their special knowledge, interest or skills. 1990 amendment made to delete the words "First & Second" from the post of Deputy Chief Commissioners and re-arrange positions of (vii) to (xiii), read: "The following persons shall be members of the National Council (herein referred to as "The Council"):-(i) The President (ii) The Vice Presidents

The Chief Commissioner

The Deputy Chief Commissioners

The International Commissioner

(iii)

(iv)(v)

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- (vi) The Division Commissioners
- (vii) Branch Advisers
- (viii) Chairmen of Standing Committees
- (ix) The Local Association Presidents
- (x) The Honorary Secretary
- (xi) The Honorary Treasurer
- (xii) The President of the Trefoil Guild
- (xiii) The Ministry of Education Representative
- (xiv) Any person or persons not more than 3 in number who may be co-opted by Council on account of his or their special knowledge, interest or skills. Such persons shall hold office for 1 year starting from the time of their appointment."

Also re-numbered Article, to read: "Article 17.1".

2004 amendment made to reduce the number of positions in the Council so as to have a flatter organizational structure and not to tap the same volunteers on too many committees, read: "The following persons shall be members of the National Council (hereinafter referred to as "The Council"):-

- (i) The President
- (ii) The Vice-Presidents
- (iii) The Chief Commissioner
- (iv) The Deputy Chief Commissioners
- (v) The International Commissioner
- (vi) The Honorary Treasurer
- (vii) The Honorary Secretary
- (viii) Headquarters Advisors
- (ix) The President of the Trefoil Guild
- (x) The Ministry of Education Representative
- (xi) Any person or persons not more than 3 in number who may be co-opted by Council on account of his or their special knowledge, interest or skills. Such persons shall hold office for 1 year starting from the time of their appointment."

2007 amendment made to ensure that Uniformed Members have a simple majority and flexibility with ranges in membership, read: "There shall be a National Council of the Association (hereinafter referred to as "The National Council") comprising, subject to Article 17.2, not less 14 but not more than 17 individual members as follows:

- (i) A President to be appointed by the Patron
- (ii) Not more than 3 Vice-Presidents
- (iii) The Chief Commissioner
- (iv) all Deputy Chief Commissioners
- (v) An International Commissioner

AMENDMENTS MADE SINCE 1970		2007 CONSTITUTION
(vi)	an Honorary Treasurer	
(vii)	an Honorary Secretary	
(viii)	Not less than 1 but not more than 4 Advisers, each appointed on account of her special Girl	
	Guide knowledge, interest or skills ¹ ;	
(ix)	The President of the Trefoil Guild	
(x)	A representative of the Ministry of Education. ² "	
Footnote 1: Former Chief and Deputy Chief Commissioners can contribute to Uniformed section. Footnote 2: The MOE representative is not a Member of the Association.		
17.2 Origina	ltext: "The President shall be the Chairman of the Council and one of the Vice-Presidents shall	17.2 The National Council shall have at all times such number of Uniformed Members as
	absence." And "The Chairman shall have a casting vote in the event of a tie."	will give them a simple majority on the National Council.
	nent deleted Articles as these will be outlined in the provisions concerning the President and	[2007]
	e National Council (Article 18 below). This is replaced by a new Article as an explicit requirement	[]
-	Members to retain a simple majority on the National Council, read: "The National Council shall	
	mes such number of Uniformed Members as will give them a simple majority on the National	
Council."		
17.3 2007 amendment made to add new Article as part of the governance measures to control conflict of interest and over domination by particular office-bearers. Under the Code of Governance and Management for voluntary welfare organizations in Singapore, not more than half of the National Council shall be family members related by blood/marriage. The resolution for a family member to be on the National Council is one where no vote is cast against. Abstentions are allowed, read: "No Member shall be appointed to the National Council if he or she is an immediate family relative of an incumbent member of the National Council, unless his or her appointment is endorsed by the National Council by a resolution against which no vote is cast: Provided that not more than half of the members of the National Council shall be immediate family members. For the purposes of this Article, an immediate family relative means a parent, sibling, child (including an adopted child) or spouse."		17.3 No Member shall be appointed to the National Council if he or she is an immediate family relative of an incumbent member of the National Council, unless his or her appointment is endorsed by the National Council by a resolution against which no vote is cast: Provided that not more than half of the members of the National Council shall be immediate family members. For the purposes of this Article, an immediate family relative means a parent, sibling, child (including an adopted child) or spouse. [2007]
17.4 2007 amendment made to add new Article to address a gap in the current Constitution in the event of a vacancy in the office of President. Unlike the office bearers in Art, 17.5, the new President will not serve out the remaining term of her predecessor, but begin with a new term, "Upon the occurrence of a vacancy in the office of the President, the National Council may appoint a Vice-President to exercise the powers and perform the duties of a President until such time as a President is appointed in accordance with the provisions of Article 20.1."		17.4 Upon the occurrence of a vacancy in the office of the President, the National Council may appoint a Vice-President to exercise the powers and perform the duties of a President until such time as a President is appointed in accordance with the provisions of Article 20.1. [2007]
17.5 <u>2007 amendment</u> made to add new Article to address a gap in the current Constitution on replacement of officer-bearers when a vacancy occurs. This is loosely described as co-opting in some VWOs, read: " <i>Upon the</i>		17.5 Upon the occurrence of a vacancy in the office of a Vice-President, Honorary Secretary or Honorary Treasurer, the National Council may appoint a person eligible for that office as

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occurrence of a vacancy in the office of a Vice-President, Honorary Secretary or Honorary Treasurer, the National Council may appoint a person eligible for that office as such to fill the vacancy, and any person so appointed shall hold that office for the balance of her predecessor's term of office.³

Footnote 3: To be regarded as first term of office.

17.6 <u>2007 amendment</u> made to add new Article to enable replacement of officer-bearers when a vacancy occurs, read: "The members for the time being of the National Council shall, notwithstanding anything else in this Constitution, constitute a quorum at a meeting of the National Council for the purpose only of appointing a person under Article 17.4 or 17.5 to fill a vacancy in the office of the President, a Vice-President, Honorary Secretary or Honorary Treasurer."

17.7 <u>2007 amendment</u> made to add new Article to reflect current practice of plurality in office but to limit the number so as prevent over domination, "No person may hold more than one office in the National Council at a time except for the offices of Deputy Chief Commissioner and International Commissioner.⁴"

Footnote 4: Recommended to prevent single individual being vested with excessive voting power.

17.8 <u>2007 amendment</u> made to add new Article to address a situation where there is mass resignation of officers on the National Council, read: "A member of the National Council shall not resign or vacate his office unless there are remaining in the National Council at least 3 members who are ordinarily resident in Singapore, and any purported resignation or vacation of office in breach of this Article shall be deemed to be invalid."

<u>Footnote 5</u>: This is to address a situation of mass resignation or mass loss of office-holders in the National Council. The provision will enable the remaining 3 members to invoke clause 17.5 to fill vacancies.

17.9 <u>2007 amendment</u> made to add new Article to address a gap in the Constitution and make clear when a vacancy occurs. This is mandatory under the Code of Governance and Management for voluntary welfare organizations in Singapore. Under the Code, National Council members are expected to make every effort to attend Council meetings with a minimum attendance rate of not less than 60% during their tenure and must not absent themselves without good reason, read: *The office of the President, a Vice-President, the Honorary Secretary or Honorary Treasurer shall become vacant if the person holding such office*—

- (a) ceases to be a Member of the Association;
- (b) becomes of unsound mind;
- (c) becomes bankrupt or makes any arrangement or composition with his/her creditors generally;
- (d) resigns his/her office in writing to the Association;
- (e) is absent for more than 3 consecutive meetings of the National Council without the permission of the National Council; or

such to fill the vacancy, and any person so appointed shall hold that office for the balance of her predecessor's term of office.³

[2007]

17.6 The members for the time being of the National Council shall, notwithstanding anything else in this Constitution, constitute a quorum at a meeting of the National Council for the purpose only of appointing a person under Article 17.4 or 17.5 to fill a vacancy in the office of the President, a Vice-President, Honorary Secretary or Honorary Treasurer.

[2007]

17.7 No person may hold more than one office in the National Council at a time except for the offices of Deputy Chief Commissioner and International Commissioner. ⁴

[2007]

17.8 A member of the National Council shall not resign or vacate his office unless there are remaining in the National Council at least 3 members who are ordinarily resident in Singapore, and any purported resignation or vacation of office in breach of this Article shall be deemed to be invalid ⁵.

[2007]

- 17.9 The office of the President, a Vice-President, the Honorary Secretary or Honorary Treasurer shall become vacant if the person holding such office
 - (a) ceases to be a Member of the Association;
 - (b) becomes of unsound mind;
 - (c) becomes bankrupt or makes any arrangement or composition with his/her creditors generally;
 - (d) resigns his/her office in writing to the Association;
 - (e) is absent for more than 3 consecutive meetings of the National Council without the permission of the National Council; or
 - (f) otherwise ceases to be such an office-holder by virtue of this Constitution.

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(f) otherwise ceases to be such an office-holder by virtue of this Constitution"

17.10 2007 amendment made to add new Article to emphasize, under the Code, National Council members are to serve without remuneration, so as to maintain the integrity of serving for public trust and community good instead of personal gain, read: "No member of the National Council shall be remunerated for his or her services as such. However, nothing in this Article shall prohibit the Association reimbursing a member of the National Council for reasonable out-of-pocket expenses directly related to his or her services as such."

17.10 No member of the National Council shall be remunerated for his or her services as such. However, nothing in this Article shall prohibit the Association reimbursing a member of the National Council for reasonable out-of-pocket expenses directly related to his or her services as such.

[2007]

18. MEETINGS OF NATIONAL COUNCIL

Original text: "MEETING".

2007 amendment made to change Article heading, to read: "MEETINGS OF NATIONAL COUNCIL".

18.1 Original text: "The Council shall meet at least twice in every calendar year."

2007 amendment made to meet the new requirements in the Code of Governance and Management for voluntary welfare organizations in Singapore. The Code requires the National Council to meet at least once in 3 months, read: "The National Council shall meet at least 4 times in every calendar year."

18.2 Original text: "One third of the members of Council shall form a quorum."

2007 amendment made as a Consequential change only, read: "Except as otherwise provided in Article 17.5, one third of the members of National Council shall form a quorum."

- 18.3 2007 amendment made to add new Article as part of the governance measures to prevent conflict of interest. This is mandatory under the Code of Governance and Management for voluntary welfare organizations in Singapore, read: "A member of the National Council shall not, in any meeting of the National Council, participate in any discussion relating to the Association and shall not vote in respect of any contract, proposed contract or other matter in which he or she has a pecuniary interest, direct or indirect, and if he or she does so, his or her vote shall not be counted; nor shall he or she be counted in the quorum present at the meeting."
- **18.4 2007 amendment** made to add new Article in relation to the requirement of the Code of Governance and Management for voluntary welfare organizations in Singapore, read: "For the purposes of this Article, an interest of an immediate family relative of a member of the National Council shall be treated as an interest of the member; and an immediate family relative of a member means a parent, sibling, child (including an adopted child) or spouse of that member."
- **18.5** <u>2007 amendment</u> made to previous Article 17.2 to allow more flexibility to deal with President's absence, read: "The President shall chair by presiding at all meetings of the National Council and if for any reason the

18. MEETINGS OF NATIONAL COUNCIL

[2007]

18.1 The National Council shall meet at least 4 times in every calendar year.

[2007]

18.2 Except as otherwise provided in Article 17.5, one third of the members of National Council shall form a quorum.

[2007]

18.3 A member of the National Council shall not, in any meeting of the National Council, participate in any discussion relating to the Association and shall not vote in respect of any contract, proposed contract or other matter in which he or she has a pecuniary interest, direct or indirect, and if he or she does so, his or her vote shall not be counted; nor shall he or she be counted in the quorum present at the meeting.

[2007]

18.4 For the purposes of this Article, an interest of an immediate family relative of a member of the National Council shall be treated as an interest of the member; and an immediate family relative of a member means a parent, sibling, child (including an adopted child) or spouse of that member.

[2007]

18.5 The President shall chair by presiding at all meetings of the National Council and if for any reason the President is absent or unable to act, such one of the Vice-Presidents as the

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President is absent or unable to act, such one of the Vice-Presidents as the President designates shall preside in her absence, and that Vice-President may then exercise all the powers and duties of the President conferred or imposed by this Constitution."

Also, re-numbered Article, to read: "Article 18.5".

18.6 <u>2007 amendment</u> made to text of previous Article 17.2, to read: "The President or person lawfully acting as chairman at any meeting of the National Council shall have an original as well as a casting vote."

Also, re-numbered Article, to read: "Article 18.6".

18.7 2007 amendment made to add Article, in the interest of clarity, especially where plurality of office is permitted. It is consistent with the practice as understood today, to read: "Except as otherwise expressly provided in this Constitution, all questions arising at a meeting of the National Council shall be decided by a simple majority vote; and any member who holds more than one office in the National Council will have one vote for each office held."

18.8 <u>2007 amendment</u> made to add Article to allow the National Council autonomy to run its proceedings, to read: "Except as otherwise expressly provided in this Constitution, the members of the National Council may meet together for the dispatch of business, adjourn and otherwise regulate their meetings as they think fit."

19. FUNCTIONS OF COUNCIL

19.1 Original text: "The functions of 'the National Council shall be:"

1990 amendment made to delete 'National', to read: "The functions of 'the Council shall be:"

Also, re-numbered the Article, to read "Article 19.1".

2007 amendments made in accordance to the Code of Governance and Management for voluntary welfare organizations in Singapore, the National Council, as the highest policy and decision-making body, is charged with the ultimate responsibility of making sure that the Association is governed and managed responsibly and prudently to ensure the effectiveness, credibility and sustainability of the Association. The National Council's role must be kept separate and distinct from the executive role.

2007 amendment to re-instated 'National', to read: "The functions of the National Council shall be —".

19.1(i) Original text: "To invite the wife of the President of the Republic of Singapore or such person as may deem fit to be Patron of the Association."

2007 amendment made to text, to read: "To invite the wife of the President of the Republic of Singapore or such person as it may deem fit to be Patron of the Association."

President designates shall preside in her absence, and that Vice-President may then exercise all the powers and duties of the President conferred or imposed by this Constitution.

[2007]

18.6 The President or person lawfully acting as chairman at any meeting of the National Council shall have an original as well as a casting vote.

[2007]

18.7 Except as otherwise expressly provided in this Constitution, all questions arising at a meeting of the National Council shall be decided by a simple majority vote; and any member who holds more than one office in the National Council will have one vote for each office held

[2007]

18.8 Except as otherwise expressly provided in this Constitution, the members of the National Council may meet together for the dispatch of business, adjourn and otherwise regulate their meetings as they think fit.

[2007]

19. FUNCTIONS OF COUNCIL

19.1 The functions of the National Council shall be —

[1990, 2007]

(i) To invite the wife of the President of the Republic of Singapore or such person as it may deem fit to be Patron of the Association.

- (ii) To foster and encourage the aims and principles of the Association in Singapore.
- (iii) To raise funds for the Association and to co-ordinate on all other fund raising

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19.1(iv) Original text: "To withdraw the warrant of the Chief Commissioner and/or the Deputy Chief Commissioners provided always that such right of withdrawal shall not be exercised –

- (a) unless a two-thirds majority vote is passed by the Commissioners at a meeting held to discuss the same and
- (b) upon a two-third majority vote of the Council."

<u>1983 amendment</u> made to delete and substitute with the following new Article 16(iv), to read: "To withdraw warrant of the Chief Commissioner and/or the First Deputy Commissioner and/or the Second Deputy Chief Commissioner provided always that such right of withdrawal shall not be exercised—

- (a) unless a two-thirds majority vote is passed by the Commissioners at a meeting held to discuss the same and
- (b) upon a two-third majority vote of the Council."

<u>1990 amendment</u> made to text as a result of the deletion of "First & Second" from the post of Deputy Chief Commissioners, to read: "To withdraw the warrant of the Chief Commissioner and/ or the Deputy Chief Commissioners provided always that such right of withdrawal shall not be exercised-

- (a) unless a two-thirds majority vote is passed by the Commissioners at a meeting held to discuss the same and
- (b) upon a two-third majority vote of the Council.".

<u>2007 amendment</u> made to transferred with substantive amendments to the provisions relating to the Chief Commissioner and Deputy Chief Commissioners, to read: "To withdraw the warrant of the Chief Commissioner or any Deputy Chief Commissioner in accordance with this Constitution."

19.1(v) Original text: "To delegate to the Executive such powers and such day-to-day administration as it deems fit."

2007 amendment made to make it clear that the National Council retains charge over financial matters, to read: "To delegate to the Executive Committee such of its powers (except this power of delegation and the power of financial control) necessary for the day to day administration of the Association as it deems fit"

19.1(vii) Original text: "To amend the Constitution on the recommendation of the Executive Committee."

2007 amendment made to enable the National Council to veto or counter-propose amendments to the Constitution in response to proposals put up by the Executive Committee. If the National Council agrees with the proposals, the changes will have to be voted on at a General Meeting, to read: "To propose amendments to this Constitution where it concurs with the recommendation of the Executive Committee."

projects of the Association.

(iv) To withdraw the warrant of the Chief Commissioner or any Deputy Chief Commissioner in accordance with this Constitution.

[1983, 1990, 2007]

(v) To delegate to the Executive Committee such of its powers (except this power of delegation and the power of financial control) necessary for the day to day administration of the Association as it deems fit.

[2007]

- (vi) To cause a record to be kept of all properties held.
- (vii) To propose amendments to this Constitution where it concurs with the recommendation of the Executive Committee.

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Original text: "To register Local Association or to remove Local Associations from the Register on the direction of the Executive Committee."

2007 amendment made to delete this Article as Local Associations is obsolete.

Also, re-numbered Articles that followed.

19.1(x) Original text: "To appoint a firm of qualified accountants, who must be a member of the Singapore Society of Accountants, to audit the financial books of the Association and the Annual Balance Sheet."

2007 amendment made to text, to read: "Subject to Article 48.2, to present for appointment at the Annual General Meeting a firm of qualified public accountants, who must be registered with the Accounting and Corporation Regulatory Authority, to audit the financial books of the Association and its Annual Balance Sheet."

19.1(xii) Original text: "To make and to amend such Bye Laws and rules as may from time to time appear desirable or necessary."

2007 amendment made to make it clear that Policies, Organisation and Rules are subordinate to the Constitution. Once the Constitution is amended, consequential adjustments will have to be done to these Policies, Organisation and Rules to ensure that they are consistent. In future, amendments to the Policies, Organisation and Rules may be effected only if supported and not inconsistent with the Constitution, to read: "To make and to amend the Policies, Organisation and Rules of the Association (not inconsistent with this Constitution) as may from time to time appear desirable or necessary, where it concurs with the recommendations of the Executive Committee."

(viii) To appoint Trustees in accordance with Constitution.

- (ix) To approve and present for adoption the Annual Report, the Audited Statement of Income and Expenditure and the Audited Balance Sheet for the year to the Annual General Meeting.
- Subject to Article 48.2, to present for appointment at the Annual General Meeting a firm of qualified public accountants, who must be registered with the Accounting and Corporation Regulatory Authority, to audit the financial books of the Association and its Annual Balance Sheet.

[2007]

- (xi) To approve the emblem, crest, flag and the seal of the Association.
- (xii) To make and to amend the Policies, Organisation and Rules of the Association (not inconsistent with this Constitution) as may from time to time appear desirable or necessary, where it concurs with the recommendations of the Executive Committee.

[2007]

(xiii) To invite such persons as it may think fit to attend the Annual General Meeting.

19.2 2007 amendment made to add new Articles as the previous reference in Article 26 was vague. This will make clear the appointment of Committees by the National Council and the appointment of the chairmen of Standing Committees by the National Council.

If the Association is to retain Institution of Public Character (IPC) status, it must have at least 3 committees – Audit (for internal auditor), programmes and services, and fund-raising, to read: "The National Council may appoint such number of Standing Committees and other committees as it thinks fit consisting of —

- (a) its members:
- (b) other persons who are not its members but are Members of the Association; or
- (c) other persons

for purposes which, in the opinion of the National Council, would be better regulated and managed by means of

- 19.2 The National Council may appoint such number of Standing Committees and other committees as it thinks fit consisting of
 - (a) its members:
 - (b) other persons who are not its members but are Members of the Association; or
 - (c) other persons,

for purposes which, in the opinion of the National Council, would be better regulated and managed by means of such committees, except that the chairman of any such Standing Committee shall be appointed by the National Council.

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such committees, except that the chairman of any such Standing Committee shall be appointed by the National Council."

19.3 <u>And</u> "Except as otherwise provided in Article 19.2, a committee may elect a chairman of its meetings, and the holding of meetings by all such committees shall be determined by the National Council or, in the absence thereof, the Policies, Organisation and Rules of the Association. 6"

<u>Footnote 6:</u> The National Council can determine the terms of reference of the committees directly or leave the general directions on how committees go about their meetings in the POR.

19.3 Except as otherwise provided in Article 19.2, a committee may elect a chairman of its meetings, and the holding of meetings by all such committees shall be determined by the National Council or, in the absence thereof, the Policies, Organisation and Rules of the Association. ⁶

[2007]

PART V

20. PRESIDENT

20.1 Original text: "The President of the Association shall be appointed by the Patron on the recommendation of the Council. She shall be of such status as to safeguard the Movement from any political bias or activities."

2007 amendment made to clarify the appointment process for the President and to make it clear that she must be a Lay Member, to read: "The President of the Association shall not be a Uniformed Member. She shall be a woman appointed by the Patron upon the joint recommendation of the National Council and the Executive Committee. She shall be of such status as to safeguard the Movement from any political bias or activities."

20.2 Original text: "The President shall be a Citizen of Singapore."

2007 amendment made to reinforce the nationality of the President of the Association, to read: "The President must at all times be a Citizen of Singapore," and shall automatically cease to hold such office if she ceases to be a Citizen of Singapore."

Footnote 7: This is to ensure no possible conflict with national interests.

20.3 Original text: "The President of the Association shall hold office for an initial period of 3 years which may be extended for a further two years."

2007 amendment made to change in tenure of office, with a cap on the number of consecutive offices up to 3. The Code of Governance and Management for voluntary welfare organizations in Singapore makes it mandatory to have term limits for service to ensure periodic board rejuvenation and succession. The term limit can normally be set at a maximum of 8 consecutive years, with re-assumption of office after a break of at least one year. The **amendment**s meet the standards in the Code, to read: "The President appointed under Article 20.1 shall hold office for an initial period of 3 years and shall be eligible for re-appointment by the Patron for a second term of

20. PRESIDENT

20.1 The President of the Association shall not be a Uniformed Member. She shall be a woman appointed by the Patron upon the joint recommendation of the National Council and the Executive Committee. She shall be of such status as to safeguard the Movement from any political bias or activities.

[2007]

20.2 The President must at all times be a Citizen of Singapore⁷, and shall automatically cease to hold such office if she ceases to be a Citizen of Singapore.

[2007]

20.3 The President appointed under Article 20.1 shall hold office for an initial period of 3 years and shall be eligible for re-appointment by the Patron⁸ for a second term of 3 years and for a final term of 2 years.

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3 years and for a final term of 2 years."

Footnote 8: Re-appointments are to be in accordance with Article 20.1

20.4 Original text: "She will be eligible for re-appointment after a minimum period of three years has elapsed."

1988 amendment made to reduce the period eligible for re-appointment from three years to one year for practical reason as three years is too long, to read: "She will be eligible for re-appointment after a minimum period of one year has elapsed."

1998 amendment made to re-number the existing Article 20.4 to read: "Article 20.5".

And to insert a new Article as Article 20.4 to provide for more flexibility in deciding on the term of office and yet to maintain a maximum term of 8 years, to read: "Upon the expiry of the 2 year extension stated under Article 20.3, the President's term of office may be further extended provided that the Council is of the opinion that there are special circumstances which warrant such extension and provided further that the extension shall be For such period as Council may decide but so that such period shall not be for more than 3 years."

2007 amendment made to be in line with Article 20.3, to read: "No person shall hold office as President for more than 3 consecutive terms, except that she may be again appointed to that office after an interval of at least 3 years. 9"

<u>Footnote 9</u>: On resumption of the office, the person will start with an initial term for 3 years, followed by 3 years and then 2 years.

And deleted Article 20.5.

20.5 Original text: "Functions of President".

1990 amendment made to delete Article 19 and re-numbered, to read: "Article 20.5".

1998 amendment made to re-number the existing Article as a result of the re-numbering of an earlier Article, to read: "Article 20.6".

2007 amendment made to text, to read: "The function of the President shall be to foster and encourage the aims and principles of the Association and the declared objects of the World Association of Girl Guides and Girl Scouts, and to preside at all meetings of the National Council."

Also, re-number the existing Article as a result of the deletion of an earlier Article, to read: "Article 20.5".

20.4 No person shall hold office as President for more than 3 consecutive terms, except that she may be again appointed to that office after an interval of at least 3 years⁹.

[1988, 1990, 1998, 2007]

20.5 The function of the President shall be to foster and encourage the aims and principles of the Association and the declared objects of the World Association of Girl Guides and Girl Scouts, and to preside at all meetings of the National Council.

[1990, 1998, 2007]

21. VICE-PRESIDENTS

21.1 <u>Original text</u>: "The Council may appoint not more than 4 Vice-Presidents, who shall as far as possible be Singapore Citizens."

2007 amendment made to reduce the number of Vice-Presidents, to read: "Every Vice-President of the Association shall not be a Uniformed Member. The National Council may appoint not more than 3 Vice-Presidents, who shall as far as possible each be Singapore Citizens."

21. VICE-PRESIDENTS

21.1 Every Vice-President of the Association shall not be a Uniformed Member. The National Council may appoint not more than 3 Vice-Presidents, who shall as far as possible each be Singapore Citizens.

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21.2 Original text: "They shall hold office for a period of one year and may be eligible for re-appointment."

1988 amendment made as present tenure of one year is too short and indefinite, to read:" *They shall hold office for an initial period of three years and may be eligible for re-appointment for a second term of two years.*"

2007 amendment made to change tenure of office, with a cap on the number of consecutive offices up to 3. The Code of Governance and Management for voluntary welfare organizations in Singapore makes it mandatory to have term limits for service to ensure periodic board rejuvenation and succession. The term limit can normally be set at a maximum of 8 consecutive years, with re-assumption of office after a break of at least one year. The amendments meet the standards in the Code, to read: "A Vice-President shall hold office for an initial period of 3 years and shall be eligible for re-appointment by the National Council for a second term of 3 years and a final term of 2 years."

- **21.3 2007 amendment** made to add new Articles in relation to Article 21.2, to read: "In the case of the person appointed under Article 17.5 to fill a vacancy in the office of Vice-President being re-appointed to that office, her re-appointment shall be regarded as her initial term and shall be for the period of 3 years less her preceding service under Article 17.5."
- **21.4** <u>And</u> "No person shall hold office as Vice-President for more than 3 consecutive terms except that she may be again appointed to that office after an interval of at least 3 years."

21.2 A Vice-President shall hold office for an initial period of 3 years and shall be eligible for re-appointment by the National Council for a second term of 3 years and a final term of 2 years.

[1988, 2007]

- 21.3 In the case of the person appointed under Article 17.5 to fill a vacancy in the office of Vice-President being re-appointed to that office, her re-appointment shall be regarded as her initial term and shall be for the period of 3 years less her preceding service under Article 17.5.

 [2007]
- 21.4 No person shall hold office as Vice-President for more than 3 consecutive terms except that she may be again appointed to that office after an interval of at least 3 years.

[2007]

21.5 The Vice-Presidents shall deputize for and exercise such powers and such responsibilities of the President as the President may direct.

PART VI

22. CHIEF COMMISSIONER

Original text: "The Chief Commissioner, Deputy Chief Commissioner and Assistant Chief Commissioner".

1983 amendment made to renumbered Article 21 (the title of Part VI of the Constitution) to be deleted and substituted with the following new title as a result of the amendment 15 (i) (iv), to read: "The Chief Commissioner, First Deputy Chief Commissioner, Second Deputy Chief Commissioner and Assistant Chief Commissioner"

Original text: "Chief Commissioner Appointment"

22. CHIEF COMMISSIONER

[1983, 1990]

2007 CONSTITUTION

1990 amendment made to delete the word "APPOINTMENT", to read: "Chief Commissioner".

22.1 <u>Original text:</u> "The Chief Commissioner shall be appointed by the National Council upon the recommendation of the Executive."

2007 amendment made to clarify that the Chief Commissioner is a Uniformed Member, and that the National Council can only veto the choice if there is any disagreement, to read: "The Chief Commissioner shall be appointed by the National Council from among the Uniformed Adult Members if it concurs with the recommendation of the Executive Committee."

22.2 <u>Original text</u>: "The Chief Commissioner shall be a Singapore Citizen and shall be an enrolled Member of the Girl Guides Association."

<u>1990 amendment</u> made to delete the words "be an enrolled member of the Girl Guides Association" and replace with new wordings, so as to ensure that the Chief is an experienced uniform member, to read: "The Chief Commissioner shall be a Singapore Citizen and shall hold or have held a warrant as a Commissioner / Guider."

22.3 Original text: "She shall hold office for an initial period of 5 years and may be eligible for re-appointment for a second term of 3 years and a further term of 2 years."

2007 amendment made to limit to 3 consecutive terms. The Code of Governance and Management for voluntary welfare organizations in Singapore makes it mandatory to have term limits for board service to ensure periodic board rejuvenation and succession. The term limit can normally be set at a maximum of 8 consecutive years, with re-assumption of office after a break of at least one year. The amendments meet the standards in the Code, to read: "She shall hold office for an initial period of 5 years and may be eligible for re-appointment for a second term of 3 years and a final term of 2 years. In the case of the person appointed under Article 22.8 to fill a vacancy in the office of the Chief Commissioner being re-appointed to that office, her re-appointment shall be regarded as her initial term and shall be for the period of 5 years less her preceding service under Article 22.8."

- **22.4** <u>2007 amendment</u> made to add new Article in relation to Article 22.3, to read: "No person shall hold office as Chief Commissioner for more than 3 consecutive terms except that she may be again appointed to that office after an interval of at least 5 years."
- **22.5 2007 amendment** made to re-number Article as a result of new Articles added above, to read: "Article 22.5".

22.1 The Chief Commissioner shall be appointed by the National Council from among the Uniformed Adult Members if it concurs with the recommendation of the Executive Committee.

[2007]

22.2 The Chief Commissioner shall be a Singapore Citizen and shall hold or have held a warrant as a Commissioner / Guider.

[1990]

22.3 She shall hold office for an initial period of 5 years and may be eligible for reappointment for a second term of 3 years and a final term of 2 years. In the case of the person appointed under Article 22.8 to fill a vacancy in the office of the Chief Commissioner being re-appointed to that office, her re-appointment shall be regarded as her initial term and shall be for the period of 5 years less her preceding service under Article 22.8.

[2007]

- 22.4 No person shall hold office as Chief Commissioner for more than 3 consecutive terms except that she may be again appointed to that office after an interval of at least 5 years.
- 22.5 The Chief Commissioner shall be the representative of the Association and shall be responsible to the National Council.

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22.6 Original text: "To withdraw the warrant of the Chief Commissioner and/or the Deputy Chief Commissioners provided always that such right of withdrawal shall not be exercised unless a two-thirds majority vote is passed by the Commissioners at a meeting held to discuss the same and upon a two-third majority vote of the Council."

2007 amendment made to transferred from Article 19 with a clearer and more elaborate process for removal of the Chief Commissioner's warrant and thus from office and Proxy voting is not allowed, to read: "The National Council shall not withdraw the warrant of the Chief Commissioner unless —

- (i) at a meeting comprising all Deputy Chief Commissioners, the International Commissioner, and all Division Commissioners, Headquarters Commissioners and Advisers, of which at least 14 days' notice has been given and the quorum of which is two-thirds of the existing number of such Commissioners and Advisers, the motion to withdraw the warrant is supported by at least two-thirds of all such Commissioners and Advisers in person; and
- (ii) at a meeting of the National Council of which at least 14 days' notice has been given and the quorum of which is two-thirds of the existing number of National Council members, the motion to withdraw the warrant is supported by at least two-thirds of the members of the National Council in person."
- **22.7** Original text: "The functions and responsibilities of the Chief Commissioner for Singapore shall be as follows:"

1990 amendment made to delete the words "functions and responsibilities" and replace with "duties", and delete "for Singapore", to read: "The duties of the Chief Commissioner shall be as follows:"

22.7(iv) Original text: "To assist generally the working of the National Council of the Association in the performance of its duties."

1990 amendment made to read: "To assist generally the working of the Council in the performance of its duties." **2007 amendment** made to reinstate "National", to read: "To assist generally the working of the National Council in the performance of its duties."

22.7(vi) Original text: "To nominate Advisors and Commissioners for appointment by the Executive Committee of the Association."

1990 amendment made to delete the words "Advisers and" as appointment by Council on recommendation by Ex-Co. (See new Article 26), to read: "To nominate Commissioners for appointment by the Executive Committee

22.6 The National Council shall not withdraw the warrant of the Chief Commissioner unless-

- (i) at a meeting comprising all Deputy Chief Commissioners, the International Commissioner, and all Division Commissioners, Headquarters Commissioners and Advisers, of which at least 14 days' notice has been given and the quorum of which is two-thirds of the existing number of such Commissioners and Advisers, the motion to withdraw the warrant is supported by at least two-thirds of all such Commissioners and Advisers in person; and
- (ii) at a meeting of the National Council of which at least 14 days' notice has been given and the quorum of which is two-thirds of the existing number of National Council members, the motion to withdraw the warrant is supported by at least two-thirds of the members of the National Council in person.

[2007]

22.7 The duties of the Chief Commissioner shall be as follows —

[1990]

- (i) To foster and encourage the Guide Movement.
- (ii) To ensure that the Guide principles are adhered to by all Members of the Association.
- (iii) To promote goodwill and maintain good relations with kindred societies.
- (iv) To assist generally the working of the National Council in the performance of its duties.

[1990, 2007]

- (v) To be Chairman of the Executive Committee.
- (vi) To nominate Commissioners for appointment by the Executive Committee of the Association.

[1990]

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of the Association."

22.7(vii) Original text: "To sign all letters of appointment, the warrants of all Advisers, Trainers, Commissioners and Guiders in the Association."

1990 amendment made to add the word "Branch" before "Advisers", to read: "To sign all letters of appointment, the warrants of all Branch Advisers, Trainers, Commissioners and Guiders in the Association."

2007 amendment made to delete an obsolete reference, to read: "To sign all letters of appointment, the warrants of all Trainers. Commissioners and Guiders in the Association."

22.7(viii) Original text: "To register Companies and Packs on the recommendation of the Division / District Commissioner"

2007 amendment made to delete an obsolete reference, to read: "To register Companies and Packs on the recommendation of the respective Division Commissioners."

<u>Original text</u>: "To decide any difference of opinion between a Division Commissioner and a Local Association or between members of the Association."

2007 amendment made to delete this Article as it is inconsistent with Article 50.

22.8 2007 amendment made to add Article to provide for the occurrence of a vacancy in the office of the Chief Commissioner before the end of her term of office, and there will be no position of Acting Chief Commissioner. to read: "Upon the occurrence of a vacancy in the office of the Chief Commissioner, the National Council may (in the same manner specified in Article 22.1) appoint a person eligible for that office as such to fill the vacancy, and any person so appointed shall hold that office for the balance of her predecessor's term of office."

(vii) To sign all letters of appointment, the warrants of all Trainers, Commissioners and Guiders in the Association.

[1990, 2007]

(viii) To register Companies and Packs on the recommendation of the respective Division Commissioners.

[2007]

- (ix) To close units and withdraw letters of appointments / warrants of Advisers, Trainers, Commissioners and Guiders on the recommendation of the Executive Committee.
- 22.8 Upon the occurrence of a vacancy in the office of the Chief Commissioner, the National Council may (in the same manner specified in Article 22.1) appoint a person eligible for that office as such to fill the vacancy, and any person so appointed shall hold that office for the balance of her predecessor's term of office.

[2007]

23. DEPUTY CHIEF COMMISSIONERS

23.1 Original text: "The Deputy Chief Commissioner shall be appointed by the National Council, on the recommendation of the Executive Committee."

<u>1983 amendment</u> made as a result of the creation of the new post of Second Deputy Chief Commissioner, to read: "The First and Second Deputy Chief Commissioners shall be appointed by the National Council, on the recommendation of the Executive Committee.

1990 amendment made to delete the words "First and Second", to read: "The Deputy Chief Commissioners shall be appointed by the National Council, on the recommendation of the Executive Committee."

23. DEPUTY CHIEF COMMISSIONERS

23.1 There shall be not more than 3 Deputy Chief Commissioners, each of whom shall be appointed from among Uniformed Adult Members by the National Council, if it concurs with the recommendation of the Executive Committee.

[1983, 1990, 2007]

23.5 Original text: "To withdraw the warrant of the Chief Commissioner and/or the Deputy Chief | 23.5

The National Council shall not withdraw the warrant of any Deputy Chief

ANNOTATED CONSTITUTION: 9 September 2007 final v1 (amendment 22 May 2015) **AMENDMENTS MADE SINCE 1970** 2007 CONSTITUTION 2007 amendment made to make it clear the maximum number of Deputy Chief Commissioners and that each is a Uniformed Member, and that the National Council can only veto the choice if there is any disagreement, to read: "There shall be not more than 3 Deputy Chief Commissioners, each of whom shall be appointed from among Uniformed Adult Members by the National Council, if it concurs with the recommendation of the Executive Committee." 23.2 The Deputy Chief Commissioners shall as far as possible, be Singapore Citizens and 23.2 Original text: "The Deputy Chief Commissioner shall, as far as possible, be a Singapore Citizen, and shall shall hold or have held warrants as Commissioners or Guiders. have held warrants as Commissioner/Guilder." [1983, 1990, 2007] 1983 amendment made as a result of the creation of the new post of Second Deputy Chief Commissioner, to read: "The First and Second Deputy Chief Commissioners shall, as far as possible, be Singapore Citizens and shall have held warrants as Commissioners/Guilders." 1990 amendment made to delete the words "First and Second", to read: "The Deputy Chief Commissioners shall as far as possible, be Singapore Citizens and shall have held warrants as Commissioners / Guiders." **2007 amendment** made to text , to read: "The Deputy Chief Commissioners shall as far as possible, be Singapore Citizens and shall hold or have held warrants as Commissioners or Guiders." 23.3 They shall each hold office for an initial period of 5 years and may be eligible for re-23.3 Original text: "She shall hold office for an initial period of five years and may be eligible for reappointment for a second term of 3 years and a final term of 2 years. In the case of the person appointment for a second term of three years and a further term of two years." 1983 amendment made as a result of the creation of the new post of Second Deputy Chief Commissioner, to appointed under Article 23.7 to fill a vacancy in the office of the Deputy Chief Commissioner read: "They shall hold office for an initial period of five years and may be eligible for re-appointment for a being re-appointed to that office, her re-appointment shall be regarded as her initial term and shall be for the period of 5 years less her preceding service under Article 23.7. second term of three years and further term of two years." [1983, 2007] 2007 amendment made to ensure consistency with Chief Commissioner. The Code of Governance and Management for voluntary welfare organizations in Singapore makes it mandatory to have term limits for board service to ensure periodic board rejuvenation and succession. The term limit can normally be set at a maximum of 8 consecutive years, with re-assumption of office after a break of at least one year. The amendments meet the standards in the Code, to read: "They shall each hold office for an initial period of 5 years and may be eligible for re-appointment for a second term of 3 years and a final term of 2 years. In the case of the person appointed under Article 23.7 to fill a vacancy in the office of the Deputy Chief Commissioner being re-appointed to that office, her re-appointment shall be regarded as her initial term and shall be for the period of 5 years less her preceding service under Article 23.7." No person shall hold office as a Deputy Chief Commissioner for more than 3 23.4 23.4 2007 amendment made to add new Article in relation to Article 23.3, to read: "No person shall hold office consecutive terms except that she may be again appointed to that office after an interval of at as a Deputy Chief Commissioner for more than 3 consecutive terms except that she may be again appointed to that office after an interval of at least 5 years." least 5 years. [2007]

2007 CONSTITUTION

Commissioners provided always that such right of withdrawal shall not be exercised unless a two-thirds majority vote is passed by the Commissioners at a meeting held to discuss the same and upon a two-third majority vote of the Council."

2007 amendment made to transfer Article from Article 19 with a clearer and more elaborate process for removal of a Deputy Chief Commissioner's warrant and thus from office, and no proxy voting is allowed, to read: "The National Council shall not withdraw the warrant of any Deputy Chief Commissioner unless –

- (i) at a meeting comprising the Chief Commissioner, the International Commissioner, other Deputy Chief Commissioners, and all Division Commissioners, Headquarters Commissioners and Advisers, of which at least 14 days' notice has been given and the quorum of which is two-thirds of the existing number of such Commissioners and Advisers, the motion to withdraw the warrant is supported by at least two-thirds of all such Commissioners and Advisers in person; and
- (ii) at a meeting of the National Council of which at least 14 days' notice has been given and the quorum of which is two-thirds of the existing number of National Council members, the motion to withdraw the warrant is supported by at least two-thirds of the members of the National Council in person."

Commissioner unless –

- (i) at a meeting comprising the Chief Commissioner, the International Commissioner, other Deputy Chief Commissioners, and all Division Commissioners, Headquarters Commissioners and Advisers, of which at least 14 days' notice has been given and the quorum of which is two-thirds of the existing number of such Commissioners and Advisers, the motion to withdraw the warrant is supported by at least two-thirds of all such Commissioners and Advisers in person; and
- (ii) at a meeting of the National Council of which at least 14 days' notice has been given and the quorum of which is two-thirds of the existing number of National Council members, the motion to withdraw the warrant is supported by at least two-thirds of the members of the National Council in person.

[2007]

23.6 Original text: "The functions and responsibilities of the Deputy Chief Commissioner shall be:-

- To deputies for and exercise the powers and responsibilities of the Chief Commissioner during her absence and.
- (ii) She may exercise such powers as the Chief Commissioner may direct.

1983 amendment made as a result of the creation of the new post of Second Deputy Chief Commissioner, to read: "The functions and responsibilities of the First and Second Deputy Chief Commissioners shall be:-

- To deputies for and exercise the powers and responsibilities of the Chief Commissioner during her absence and.
- (ii) To exercise such powers as the Chief Commissioner may direct."

1990 amendment made to delete the words 'functions and responsibilities' and replace with "duties", and delete the words 'First and Second', to read: "The duties of the Deputy Chief Commissioners shall be:-"

2007 amendment made to text, to read: "The duties of the Deputy Chief Commissioners shall be --

- To deputise for and exercise the powers and responsibilities of the Chief Commissioner during her absence per her directions; and
- (ii) To perform such other duties as the Chief Commissioner may direct.

23.7 2007 amendment made to add Article to provide for the occurrence of a vacancy in the office of the Deputy Chief Commissioner before the end of her term of office, and there will be no position of Acting Deputy Chief Commissioner. to read: "Upon the occurrence of a vacancy in the office of a Deputy Chief Commissioner, the National Council may (in the same manner specified in Article 23.1) appoint a person eligible for that office as such to fill the vacancy, and any person so appointed shall hold that office for the balance of her predecessor's term of office."

23.6 The duties of the Deputy Chief Commissioners shall be –

- (i) To deputise for and exercise the powers and responsibilities of the Chief Commissioner during her absence per her directions; and
- (ii) To perform such other duties as the Chief Commissioner may direct.

[1983, 1990, 2007]

23.7 Upon the occurrence of a vacancy in the office of a Deputy Chief Commissioner, the National Council may (in the same manner specified in Article 23.1) appoint a person eligible for that office as such to fill the vacancy, and any person so appointed shall hold that office for the balance of her predecessor's term of office.

AMENDMENTS MADE SINCE 1970	2007 CONSTITUTION	
24. THE INTERNATIONAL COMMISSIONER	24. THE INTERNATIONAL COMMISSIONER	
Original text: "ASSISTANT CHIEF COMMISSIONER"	[1990]	
1990 amendment made to delete the whole of Article 24 as position of Assistant Chief Commissioner deleted		
and replace with the new Article, to read: "The International Commissioner".		
24.1 Original text: "The Assistant Chief Commissioner shall be appointed by the Executive Committee on the	24.1 The International Commissioner shall be appointed from among Uniformed Adult	
recommendation of the Chief Commissioner."	Members by the National Council if it concurs with the recommendation of the Executive	
1990 amendment made as a result of the replacement of the position of Assistant Chief Commissioner by The	Committee.	
International Commissioner, to read: "The International Commissioner shall be appointed by the Council on the	[1990, 2007]	
recommendation of the Executive Committee."		
2007 amendment made make it clear that the International Commissioner is a Uniformed Member and that the		
National Council can only veto the choice if there is any disagreement, to read: "The International Commissioner shall be appointed from among Uniformed Adult Members by the National Council if it concurs with the		
recommendation of the Executive Committee."		
24.2 <u>2007 amendment</u> made to add new Article to limit to 3 consecutive terms. The Code of Governance and	24.2 The International Commissioner shall hold office for a period of 2 years and shall be	
Management for voluntary welfare organizations in Singapore makes it mandatory to have term limits for board service to ensure periodic board rejuvenation and succession. The term limit can normally be set at a maximum of	eligible for re-appointment for any further term of 2 years each, up to a maximum aggregate of 10 consecutive years.	
8 consecutive years, with re-assumption of office after a break of at least one year, to read: "The International	[2007]	
Commissioner shall hold office for a period of 2 years and shall be eligible for re-appointment for any further		
term of 2 years each, up to a maximum aggregate of 10 consecutive years."		
24 2 Original And "The Assistant Chief Commissions shall be for a specific by Circums Citizen and	24.3 The International Commissioner shall be a Singapore Citizen and shall hold or have	
24. 3 <u>Original text</u> : "The Assistant Chief Commissioner shall, as far as possible, be a Singapore Citizen and shall have held warrants as Commissioner/Guider."	24.3 The International Commissioner shall be a Singapore Citizen and shall hold or have held a warrant as Commissioner / Guider or has or had been previously enrolled.	
1990 amendment made as a result of the replacement of the position of Assistant Chief Commissioner by The	[1990, 2007]	
International Commissioner, to read: "The International Commissioner shall be a Singapore Citizen and shall		
hold or have held a warrant as Commissioner/Guider."		
2007 amendment made to re-number Article as a result of a new Article added above, to read: "Article 24.3".		
Original text: "The Assistant Chief Commissioner shall be required to tender her resignation on the termination		
for whatever reason, of the appointment of the Chief Commissioner."		
1990 amendment made to delete Article as a result of the replacement of the position of Assistant Chief		
Commissioner by The_International Commissioner.		

AMENDMENTS MADE SINCE 1970	2007 CONSTITUTION	
Original text: "Function and Responsibilities of the Assistant Chief Commissioner".		
1990 amendment made to delete Article as a result of the replacement of the position of Assistant Chief Commissioner by The International Commissioner.		
25. ADVISERS & OTHER COMMISSIONERS	25. ADVISERS & OTHER COMMISSIONERS	
Original text: "THE DIVISION COMMISSIONERS"	[1990, 2004]	
1990 amendment made to delete the whole of Article 25 as it is irrelevant and confusing and replace with new		
Article, to read: "The Division Commissioner		
2004 amendment made to delete entire Article as Division Commissioner will be given representation as HQ		
Commissioners in the Executive Committee as their functions are operational. Also re numbered Article 27 to read: "Article 25"		
Also re-numbered Article 27, to read: "Article 25".		
25.1 Original text: "The Chairman of a Standing Committee shall be appointed by the Council on the recommendation of the Executive Committee." 2004 amendment made to remove the words "on the recommendation of the Executive Committee", to read:	25.1 Each Adviser shall be appointed from among Uniformed Adult Members by the National Council on the recommendation of the Chief Commissioner. Each Adviser shall hold office for a period of 2 years and shall be eligible for re-appointment for any further term of 2	
"The Chairman of a Standing Committee shall be appointed by the Council."	years each, up to a maximum aggregate of 10 consecutive years.	
2007 amendment made to replace for previous omission in dealing with Advisers and other Commissioners since	[2004, 2007]	
these are mentioned as part of the Executive Committee, to read: "Each Adviser shall be appointed from among		
Uniformed Adult Members by the National Council on the recommendation of the Chief Commissioner. Each Adviser shall hold office for a period of 2 years and shall be eligible for re-appointment for any further term of 2		
years each, up to a maximum aggregate of 10 consecutive years."		
years each, up to a mammar aggregate of the consecutive years.		
25.2 Original text: "The Division Commissioner is appointed by the Executive Committee on the recommendation of the Chief Commissioner."	25.2 Each Division Commissioner and each Branch Commissioner shall be appointed from among Uniformed Adult Members by the Executive Committee on the recommendation of the	
2007 amendment made to new term limits. The Code of Governance and Management for voluntary welfare	Chief Commissioner.	
organizations in Singapore makes it mandatory to have term limits for board service to ensure periodic board	[2007]	
rejuvenation and succession. The term limit can normally be set at a maximum of 8 consecutive years, with re-		
assumption of office after a break of at least one year, to read: "Each Division Commissioner and each Branch Commissioner shall be appointed from among Uniformed Adult Members by the Executive Committee on the		
recommendation of the Chief Commissioner."		
25.3 2007 amendment made to add new Article in relation to Article 25.2, to read: "The Chief Commissioner	25.3 The Chief Commissioner shall also recommend to the Executive Committee such	
shall also recommend to the Executive Committee such number of Uniformed Adult Members for appointment as	number of Uniformed Adult Members for appointment as Headquarters Commissioners,	
Headquarters Commissioners, whose responsibility is to assist the Chief Commissioner in the manner directed by the National Council."	whose responsibility is to assist the Chief Commissioner in the manner directed by the National Council.	
me nanonai Councii.	[2007]	
25.4 2007 amendment made to add new Article in relation to Article 25.2, to read: "Each Division	25.4 Each Division Commissioner, Branch Commissioner and Headquarters Commissioner	

AMENDMENTS MADE SINCE 1970 2007 CONSTITUTION shall hold office for a period of 2 years and shall be eligible for re-appointment for any further Commissioner, Branch Commissioner and Headquarters Commissioner shall hold office for a period of 2 years term of 2 years each, up to a maximum aggregate of 10 consecutive years. and shall be eligible for re-appointment for any further term of 2 years each, up to a maximum aggregate of 10 [2007] consecutive years." 25.5 Each Adviser, Division Commissioner, Branch Commissioner and Headquarters 25.5 Original text: "The Division Commissioner shall hold or have held a warrant as Commissioner/Guider." 2007 amendment made to include Advisers and other Commissioners, to read: "Each Adviser, Division Commissioner shall hold or have held a warrant as a Commissioner/Guider, or has or had been previously enrolled. Commissioner, Branch Commissioner and Headquarters Commissioner shall hold or have held a warrant as a [2007] Commissioner/Guider, or has or had been previously enrolled." Articles 26 and 27 [Articles 26 and 27 deleted] **2007 amendment** made to delete Articles 26 and 27 as a result of text change. [2007] **PART VII EXECUTIVE COMMITTEE**

28. EXECUTIVE COMMITTEE

Original text: "MEMBERSHIP OF EXECUTIVE COMMITTEE

The following persons shall be members of the Executive Committee (herein referred "to as "The Executive")

- (i) The Chief Commissioner
- (ii) The First and Second Deputy Chief Commissioner
- (iii) The Assistant Chief' Commissioner
- (iv) The International Commissioner
- Headquarters Commissioners The Division Commissioners Chairman of all Standing Committees except the Chairman of Finance
- (vi) The Honorary Secretary Branch Commissioners Secretary of Trefoil Guild Any persons not more than 3 in number who may be co-opted by Council for their special knowledge, interest or skills. Such persons shall hold office for 1 year starting from the time of their appointment."

1990 amendment made to delete the words "First and Second" from sub-article (ii), and delete the whole of sub-articles (iii) and (vii) resulting from re-numbering of subsequent sub-articles, to read: "The following persons shall be members of the Executive Committee (herein referred to as "The Executive"):-

- (i) The Chief Commissioner
- (ii) The Deputy Chief Commissioners
- (iii) The International Commissioner
- (iv) Headquarters Commissioners
- (v) The Division Commissioners

28. EXECUTIVE COMMITTEE

The following persons shall be members of the Executive Committee (herein referred to as "The Executive Committee"):

- (i) the Chief Commissioner
- (ii) up to 3 Deputy Chief Commissioners
- (iii) the International Commissioner
- (iv) all Headquarters Commissioners 10
- (v) all Division Commissioners
- (vi) the Honorary Secretary
- (vii) all Branch Commissioners
- (viii) the Honorary Secretary of the Trefoil Guild.

[1990, 2004, 2007]

AMENDMENTS MADE SINCE 1970 2007 CONSTITUTION (vi) The Honorary Secretary (vii) Branch Commissioners (viii) Secretary of Trefoil Guild (ix) Any person or persons not more than 3 in number who may be co-opted by Council for their special knowledge, interest or skills. Such persons shall hold office for 1 year starting from the time of their appointment" Also, re-number Article 26 to 28 and delete Article 26.1. 2004 amendment made to reduce the number of representation in the Executive Committee, to read: "The following persons shall be members of the Executive Committee (herein referred to as "The Executive"): -The Chief Commissioner I) ii) The Deputy Chief Commissioners iii) The International Commissioner The Headquarters Commissioners iv) v) The Division Commissioners vi) The Honorary Secretary **Branch Commissioners** vii) Secretary of the Trefoil 2007 amendment made to text ing. Significant change is a cap on the number of Deputy Chief Commissioners, and omission of co-opted members, to read: "The following persons shall be members of the Executive Committee (herein referred to as "The Executive Committee"): the Chief Commissioner up to 3 Deputy Chief Commissioners the International Commissioner all Headquarters Commissioners¹⁰ (iv)all Division Commissioners (v) the Honorary Secretary all Branch Commissioners (viii) the Honorary Secretary of the Trefoil Guild. Footnote 10: Not Division Commissioners, not Branch Commissioners. Refers to Finance, Shop etc. 29. MEETINGS OF EXECUTIVE COMMITTEE 29. MEETINGS OF EXECUTIVE COMMITTEE 29.1 The Executive Committee shall meet at least 4 times in every calendar year. 29.2 One half of the members of the Executive Committee shall form a quorum.

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- **29.3 2007 amendment** made to add new Article 29.3 to address a gap in the present Constitution, to read: "Except as otherwise expressly provided in this Constitution, all questions arising at a meeting of the Executive Committee shall be decided by a simple majority vote; and any member of the Executive Committee who holds more than one office in the Executive Committee will have one vote regardless of the number of offices so held."
- **29.4** Original text: "The Chief Commissioner shall be the Chairman of the Executive and in her absence the Deputy Chief Commissioner, and in her absence the Assistant Chief Commissioner. Such Chairman shall have a casting vote in the event of a tie."
- 1983 amendment made to delete re-numbered Article 27.3 and substituted with the new Article 27.3 as a result of the amendment to Article 15 (i) (iv), to read: "The Chief Commissioner shall be the Chairman of the Executive' and in her absence the First Deputy Chief Commissioner an in her absence the Second Deputy Chief Commissioner and in her absence the Assistant Chief Commissioner. Such Chairman shall have a casting vote in the event of a tie."
- <u>1990 amendment</u> made to re-number the Article to 29.3, and delete the words "the First Deputy Chief Commissioner and in her absence the Second Deputy Chief Commissioner and in her absence the Assistant Chief Commissioner", to read: "The Chief Commissioner shall be the Chairman of the Executive and in her absence any Deputy Chief Commissioner. Such Chairman shall have a casting vote in the event of a tie."
- **2007** amendment made to re-number Article to 29.4 as a result of the new Article 29.3, also to address a gap in the present Constitution on proceedings of the Executive Committee, to read: "The Chief Commissioner shall chair by presiding at all meetings of the Executive Committee and if for any reason the Chief Commissioner is absent or unable to act, such one of the Deputy Chief Commissioners as the Chief Commissioner designates shall preside in her absence, and that Deputy Chief Commissioner may then exercise all the powers and duties of the Chief Commissioner conferred or imposed by this Constitution."
- **29.5 2007 amendment** made to add Article 29.5 as an extension of the precious Article 29.3, to read: "The Chief Commissioner or person lawfully acting as chairman at any meeting of the Executive Committee shall have an original as well as a casting vote."
- **29.6** Original text: "The Division Commissioner may each send a representative from among one of their District Commissioners to attend the Executive Meeting in their absence, and on their behalf."
- **2007 amendment** made to re-number Article to 29.6, and change "District Commissioners" to "warranted Uniformed Members of her respective Division" as District Commissioners are now obsolete, to read: "A Division Commissioner may each send a representative from among the warranted Uniformed Members of her

29.3 Except as otherwise expressly provided in this Constitution, all questions arising at a meeting of the Executive Committee shall be decided by a simple majority vote; and any member of the Executive Committee who holds more than one office in the Executive Committee will have one vote regardless of the number of offices so held.

[2007]

29.4 The Chief Commissioner shall chair by presiding at all meetings of the Executive Committee and if for any reason the Chief Commissioner is absent or unable to act, such one of the Deputy Chief Commissioners as the Chief Commissioner designates shall preside in her absence, and that Deputy Chief Commissioner may then exercise all the powers and duties of the Chief Commissioner conferred or imposed by this Constitution.

[1983, 1990, 2007]

29.5 The Chief Commissioner or person lawfully acting as chairman at any meeting of the Executive Committee shall have an original as well as a casting vote.

[2007]

29.6 A Division Commissioner may each send a representative from among the warranted Uniformed Members of her respective Division to attend any meeting of the Executive Committee in her absence, and to vote on her behalf.

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respective Division to attend any meeting of the Executive Committee in her absence, and to vote on her behalf."

29.7 2007 amendment made to add new Article 29.7 to ensure all Standing Committees are represented in the Executive Committee, to read: "A Headquarters Commissioner may each send a representative from among the warranted Uniformed Members (except a Young Adult Member) in her respective Standing Committee to attend any meeting of the Executive Committee in her absence, and to vote on her behalf."

2014 amendment made to enable the Young Adult Commissioner to send a representative from the Young Adult Branch Council, who is approved in writing by the Chief Commissioner, to attend Executive Committee meetings. A representative who is 21 years old and above can also vote on behalf of the YA Commissioner, to read: "The Young Adult Commissioner may, with the written approval of the Chief Commissioner, send a representative who is 21 years and above from the Young Adult Branch Council to attend and vote on her behalf, notwithstanding that such representative is not warranted. If the representative is below 21 years, she can attend but cannot vote."

29.8 2007 amendment made to add new Article 29.8 in accordance to the Code of Governance and Management for voluntary welfare organizations in Singapore, making it mandatory to have conflict of interest provisions for the governing body. As a number of key proposals are to be implemented on the recommendation of the Executive Committee, the same standards should bind over to the Executive Committee, to read: "A member of the Executive Committee shall not, in any meeting of the Executive Committee, participate in any discussion relating to the Association and shall not vote in respect of any contract, proposed contract or other matter in which he or she has a pecuniary interest, direct or indirect, and if he or she does so, his or her vote shall not be counted; nor shall he or she be counted in the quorum present at the meeting. Article 18.4 shall apply with such necessary modifications for the purposes of this Article."

29.7 A Headquarters Commissioner may each send a representative from among the warranted Uniformed Members (except a Young Adult Member) in her respective Standing Committee to attend any meeting of the Executive Committee in her absence, and to vote on her behalf. The Young Adult Commissioner may, with the written approval of the Chief Commissioner, send a representative who is 21 years and above from the Young Adult Branch Council to attend and vote on her behalf, notwithstanding that such representative is not warranted. If the representative is below 21 years, she can attend but cannot vote.

[2007, 2015]

29.8 A member of the Executive Committee shall not, in any meeting of the Executive Committee, participate in any discussion relating to the Association and shall not vote in respect of any contract, proposed contract or other matter in which he or she has a pecuniary interest, direct or indirect, and if he or she does so, his or her vote shall not be counted; nor shall he or she be counted in the quorum present at the meeting. Article 18.4 shall apply with such necessary modifications for the purposes of this Article.

[2007]

30. FUNCTIONS OF EXECUTIVE COMMITTEE

1990 amendment made to re-number Article 28 to 30, and delete the number 28.1.

Original text: "The Functions and Responsibilities of the Executive Committee shall be:- "

1990 amendment made to Delete the words "and Responsibilities", to read: "The functions of the Executive Committee shall be:-".

30(i) Original text: "To carry out the policies laid down by the Council and to be responsible to the Council for the day-to-day administration of the Association."

2007 amendment made to graft, to read: "To carry out the policies laid down by the National Council and to be responsible to the National Council for the day-to-day administration of the Association."

30. FUNCTIONS OF EXECUTIVE COMMITTEE

30.1 The functions of the Executive Committee shall be —

[1990]

(i) To carry out the policies laid down by the National Council and to be responsible to the National Council for the day-to-day administration of the Association.

[2007]

(ii) To supervise the Secretariat and Staff.

AMENDMENTS MADE SINCE 1970 2007 CONSTITUTION To recommend suitable persons as Chief Commissioner, Deputy Chief 30(iii) Original text: "To recommend suitable persons for appointment by the Council as Chairmen of all (iii) Commissioners, International Commissioner, Chairmen of Standing Standing Committees." Committees, Honorary Secretary, Honorary Treasurer and for appointment by 1990 amendment made to delete the whole of 30(iii) and replace with new wordings, to read, "To recommend suitable persons as Chief Commissioner, Deputy Chief Commissioners. International Commissioner, Chairmen of the National Council. [1990, 2007] Standing Committees, Honorary Secretary. Honorary Treasurer. Branch Advisers and Local Association Presidents for appointment by the Council." 2007 amendment made to text and omission of obsolete references, to read: "To recommend suitable persons as Chief Commissioner, Deputy Chief Commissioners, International Commissioner, Chairmen of Standing Committees, Honorary Secretary, Honorary Treasurer and for appointment by the National Council." To nominate representatives to other organisations, associations and **30(iv)** Original text: "To nominate representatives to outside Bodies." (iv) 1990 amendment made to replace the words "outside Bodies" with "other organizations, associations", to read: committees. "To nominate representatives to other organizations, associations and committees." [1990] To fulfill such duties as may from time to time be delegated to it by the 30(v) Original text: "To fulfill such other duties as may from time to time be delegated to it by the National (v) National Council. Council." [1990, 2007] 1990 amendment made to delete the word "National", to read, "To fulfill such other duties as may from time to time be delegated to it by the Council." 2007 amendment made to text, to read: "To fulfill such duties as may from time to time be delegated to it by the National Council." (vi) To present the Annual Report to National Council. **30(vi)** Original text: "To present the Annual Report to Council." [2007] 2007 amendment made to text, to read: "To present the Annual Report to National Council." To recommend to National Council all matters concerning any changes of 30(vii) Original text: "To recommend to Council all matters concerning any changes of emblem, crest, flag and (vii) emblem, crest, flag and seal of the Association. seal of the Association." 2007 amendment made to text, to read: "To recommend to National Council all matters concerning any changes of emblem, crest, flag and seal of the Association." [2007] To provide for such publicity as may be necessary and to organize meetings, (viii) rallies, conferences and other combined undertakings where the interests of the Association as a whole are concerned. 30(ix) Original text: "To cause a record to be kept of all registrations and removals, and of all warrants issued, (ix) To cause a record to be kept of all registrations and removals, and of all warrants issued to or withdrawn from Uniformed Members and all cancellations withdrawn or cancelled." 2007 amendment made to text, to read: "To cause a record to be kept of all registrations and removals, and of thereof.

AMENDMENTS MADE SINCE 1970	2007 CONSTITUTION
all warrants issued to or withdrawn from Uniformed Members and all cancellations thereof."	[2007]
	(x) To approve the uniform and badges for the uniformed section.
30(xi) 1990 amendment made to add new Article 30(xi), to read, "To recommend new policies and/or policy changes to the Council."	(xi) To recommend new policies and/or policy changes to the National Council. [1990, 2007]
2007 amendment made to text, to read: "To recommend new policies and/or policy changes to the National Council." 30(xii) 1990 amendment made to add new Article 30(xii), to read, "To appoint all Commissioners except those	(xii) To appoint all Commissioners except those under (iii) above.
under (iii) above." 20.2. 2007 amondment made to add new Article 20.2 to provide for the empiritment of Committees by the	[1990] 30.2 The Executive Committee may appoint such number of Standing Committees and other
30.2 2007 amendment made to add new Article 30.2 to provide for the appointment of Committees by the Executive Committee and the appointment of the chairmen of its Standing Committees by the Executive Committee, to read: "The Executive Committee may appoint such number of Standing Committees and other committees as it thinks fit consisting of— (a) its members; (b) other persons who are not its members but are Members of the Association; or (c) other persons, for purposes which, in the opinion of the Executive Committee, would be better regulated and managed by means of such committees, except that the chairman of any such Standing Committee shall be appointed by the Executive Committee. 11"	committees as it thinks fit consisting of — (a) its members; (b) other persons who are not its members but are Members of the Association; or (c) other persons, for purposes which, in the opinion of the Executive Committee, would be better regulated and managed by means of such committees, except that the chairman of any such Standing Committee shall be appointed by the Executive Committee. [2007]
<u>Footnote 11</u> : Ad hoc committee chairmen are not the concern of the Executive Committee. The members can elect a chairman from among themselves.	
30.3 2007 amendment made to add new Article 30.3, to read: "Except as otherwise provided in Article 30.2, a committee may elect a chairman of its meetings, and the holding of meetings by all such committees shall be determined by the Executive Committee or, in the absence thereof, the Policies, Organisation and Rules of the Association."	30.3 Except as otherwise provided in Article 30.2, a committee may elect a chairman of its meetings, and the holding of meetings by all such committees shall be determined by the Executive Committee or, in the absence thereof, the Policies, Organisation and Rules of the Association. [2007]
PART VIII	

PART VIII

HONORARY TREASURER AND HONORARY SECRETARY

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31. HONORARY TREASURER

31.1 Original text: "The Honorary Treasurer shall be appointed by the National Council on the recommendation of the Executive Committee to hold office for 3 years. He is eligible for re-appointment."

1988 amendment made to clarify the term of office as present tenure is indefinite, Not advisable that Treasurer holds same post for too long. to read: "The Honorary Treasurer shall be appointed by the National Council on the recommendation of the Executive Committee to hold office for an initial period of three years and may be eligible for reappointment for a second term of two years."

1996 amendment made to be in line with the latest requirements of IRAS, to read: "The Honorary Treasurer shall be appointed by the Council on the recommendation of the Executive Committee to hold office for a term of two years only and shall not be eligible for re-appointment for a consecutive term."

2007 amendment made to clarify that the Honorary Treasurer must be a non-Uniformed Member. To read: "The Honorary Treasurer shall not be a Uniformed Member. The Honorary Treasurer shall be appointed by the National Council on the recommendation of the Executive Committee, and shall hold office for an initial period of 2 years and may be eligible for re-appointment for a second and final term of 2 years. In the case of the person appointed under Article 17.5 to fill a vacancy in the office of Honorary Treasurer being re-appointed to that office, her re-appointment shall be regarded as her initial term and shall be for the period of 2 years less her preceding service under Article 17.5."

- 31.2 2007 amendment made to add new Article to specify term limit to be consistent with the Code of Governance and Management for voluntary welfare organizations. The term limit for the Treasurer is the same as that for the Honorary Secretary. Re-appointment is contingent on the Registrar of Societies relaxing the requirement for bi-annual changes for the Treasurer, to read: "No person shall hold office as an Honorary Treasurer for more than 2 consecutive terms except that she may be again appointed to that office after an interval of at least 2 years."
- **31.3 2007 amendment** made to re-number Article to 31.3 as a result of new Article 31.2.
- **31.4** 2007 **amendment** made to re-number Article to 31.4 as a result of new Article 31.3.

32. HONORARY SECRETARY

32.1 <u>Original text</u>: "The Honorary Secretary shall be appointed by the Council and shall hold office for a period of 3 years. She is eligible for re-appointment."

31. HONORARY TREASURER

31.1 The Honorary Treasurer shall not be a Uniformed Member. The Honorary Treasurer shall be appointed by the National Council on the recommendation of the Executive Committee, and shall hold office for an initial period of 2 years and may be eligible for reappointment for a second and final term of 2 years. In the case of the person appointed under Article 17.5 to fill a vacancy in the office of Honorary Treasurer being re-appointed to that office, her re-appointment shall be regarded as her initial term and shall be for the period of 2 years less her preceding service under Article 17.5.

[1988, 1996, 2007]

- 31.2 No person shall hold office as an Honorary Treasurer for more than 2 consecutive terms except that she may be again appointed to that office after an interval of at least 2 years.
- 31.3 The Honorary Treasurer shall cause true accounts to be kept of all monies received and expended, and of all assets and liabilities of the Association.

31.4 She shall present a half yearly Statement of the Accounts to the National Council.

[2007]

[2007]

[2007]

32. HONORARY SECRETARY

32.1 The Honorary Secretary shall not be a Uniformed Member. The Honorary Secretary shall be appointed by the National Council on the recommendation of the Executive

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1988 amendment made to define the term of office as the present tenure is indefinite, to read: "The Honorary Secretary shall be appointed by the Council and shall. hold office for an initial period of three years and may be eligible for reappointment for a second term of two years."

<u>1990 amendment</u> made to text and re-number Article to 32.1, to read: "The Honorary Secretary shall be appointed by the Council on the recommendation of the Executive Committee and shall hold office for an initial period of 3 years and may be eligible for re-appointment for a second term of two years."

2007 amendment made to clarify that the Honorary Secretary must be a non-Uniformed Member. New term limits consistent with the Code of Governance and Management for voluntary welfare organizations in Singapore makes it mandatory to have term limits for board service to ensure periodic board rejuvenation and succession. The term limit can normally be set at a maximum of 8 consecutive years, with re-assumption of office after a break of at least one year. The amendments meet the standards in the Code. New limit to 2 consecutive terms, to read: "The Honorary Secretary shall not be a Uniformed Member. The Honorary Secretary shall be appointed by the National Council on the recommendation of the Executive Committee, and shall hold office for an initial period of 2 years and may be eligible for re-appointment for a second and final term of 2 years. In the case of the person appointed under Article 17.5 to fill a vacancy in the office of Honorary Secretary being re-appointed to that office, her re-appointment shall be regarded as her initial term and shall be for the period of 2 years less her preceding service under Article 17.5"

- **32.2** <u>And</u> "No person shall hold office as an Honorary Secretary for more than 2 consecutive terms except that she may be again appointed to that office after an interval of at least 2 years."
- **32.3** <u>Original text</u>: "The Honorary Secretary of the Association shall also be the Secretary of the Council and the Executive."

2007 amendment made to text to take into account current practice and to re-number Article to 32.3 as a result of new Article 32.2., to read: "The Honorary Secretary of the Association shall also be the Secretary of the National Council and the Executive Committee."

- **32.4** Original text: "She shall be responsible for the Minutes of the Council and the Executive."
- **2007** amendment made to re-number Article to 32.4 as a result of new Article 32.2, and to clarify that the Honorary Secretary is also responsible for minutes of the Association's General Meetings, to read: "She shall be responsible for preparing and maintaining the Minutes of the National Council and the Executive Committee and of the General Meetings of the Association, and to convene meetings of the National Council and the Executive Committee."
- **32.5 2007 amendment** made to re-number Article to 32.5 as a result of new Article 32.2..

Committee, and shall hold office for an initial period of 2 years and may be eligible for reappointment for a second and final term of 2 years. In the case of the person appointed under Article 17.5 to fill a vacancy in the office of Honorary Secretary being re-appointed to that office, her re-appointment shall be regarded as her initial term and shall be for the period of 2 years less her preceding service under Article 17.5.

[1988, 1990, 2007]

32.2 No person shall hold office as an Honorary Secretary for more than 2 consecutive terms except that she may be again appointed to that office after an interval of at least 2 years.

[2007]

32.3 The Honorary Secretary of the Association shall also be the Secretary of the National Council and the Executive Committee.

[2007]

32.4 She shall be responsible for preparing and maintaining the Minutes of the National Council and the Executive Committee and of the General Meetings of the Association, and to convene meetings of the National Council and the Executive Committee.

[2007]

32.5 She shall work in close liaison with the Chief Commissioner.

[2007]

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PART IX

33. UNIF ORMED SECTION

- 33.1 Original text: "(i) Girl Membership" and "(ii) Adult Membership".
- **1990** amendment made to replace Article 38.1' with Article 33.1, to read: "The Uniformed Section shall consist of:
 - (i) Girl Membership
 - (ii) Woman Membership"
- **2007 amendment** made to improve its organization and description of the different branches within the Uniformed Section. Members can migrate between the branches. The maximum age of a Young Adult Member is also lowered to 25 years of age. The rest of the changes are to reflect current practice, to read: "The Uniformed Section shall consist of:-
 - (i) Girl Membership
 - (ii) Adult Membership"
- **33.2** Original text: "Girl membership shall consist of members who are in the Senior Branch, Guide Branch and the Brownie Branch."
- **2000 amendment** made to reflect the Senior Branch will essentially be replace by the new Young Adults, to read: "Girl Membership shall consist of Members who are in the Young Adults, Guide Branch and the Brownie Branch."
- **2007** amendment made to reflect current practice, to read: "Girl Membership shall consist of Uniformed Members who are in the Young Adults Branch, Guide Branch and the Brownie Branch."
- **33.3** Original text: "Adult Membership shall consist of members who are Guiders, Trainers, Advisers and Commissioners."
- <u>1990 amendment</u> made to change the word "Adult" to "Woman" and re-number Article to 33.3 due to renumbering of the entire Article to 33, to read: "Woman Membership shall consist of Members who are Guiders, Trainers, Advisers and Commissioners."
- **2007** amendment made to reflect current practice, to read: "Adult Membership shall consist of Uniformed Members who are Guiders, Trainers, Commissioners and Advisers."
- Original text: "Each Branch shall be headed by an Adviser who shall be appointed by the Executive Committee."

 1990 amendment made to text as Adviser sits in Council, to read: "Each Branch shall be headed by an Adviser who shall be appointed by the Council on the recommendation of the Executive Committee."
- **2007 amendment** made to delete Article 33.4(i) to reflect current practice.

33. UNIFORMED SECTION

- 33.1 The Uniformed Section shall consist of :-
 - (i) Girl Membership
 - (ii) Adult Membership

[1990, 2007]

33.2 Girl Membership shall consist of Uniformed Members who are in the Young Adults Branch, Guide Branch and the Brownie Branch.

[2000, 2007]

33.3 Adult Membership shall consist of Uniformed Members who are Guiders, Trainers. Commissioners and Advisers.

[1990, 2007]

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<u>Original text</u>: "In the event of there being no Adviser, the Branch Commissioner shall exercise such powers as required of an Adviser."

2007 amendment made to delete Article 33.4(ii) to reflect current practice.

33.4 Original text: "Each Branch shall be organised into Divisions headed by a Division Commissioner who shall be appointed by the Executive Committee on the recommendation of the Chief Commissioner."

2007 amendment made to reflect current practice, and to re-number this Article to Article 33.4 due to the deletion of an earlier Article, to read: "Each Branch shall as far as practicable be organised into Divisions headed by a Division Commissioner who shall be appointed by the Executive Committee on the recommendation of the Chief Commissioner."

<u>Original text</u>: "Each Division may be divided into Districts and each District shall have its own District and Assistant District Commissioners who shall be appointed by the Executive Committee on the recommendation of the Division Commissioner."

2007 amendment made to delete Article 33.6 to reflect current practice.

Original text: "Each District may be divided into Companies and Packs."

2007 amendment made to delete Article 33.7 to reflect current practice.

33.5 <u>Original text</u>: "Each Company/Pack shall have a Guider who shall be appointed by the Chief Commissioner on the recommendation of the District Commissioner."

1990 amendment made to ensure that Guider running unit is warranted and approved by the Division Commissioner, to show the line of Authority, to read:" Each Company/Pack shall have at least one Warranted Guider who shall be appointed by the Chief Commissioner on the recommendation of the District Commissioner and approved by the Division Commissioner."

2007 amendment made to reflect current practice, and to re-number Article 33.8 to Article 33.5 due to the deletion of earlier Articles, to read: "Each Company/Pack shall have at least one warranted Guider who shall be appointed by the Chief Commissioner on the recommendation of the Division Commissioner."

33.6 Original text: "Senior Branch members shall be such uniformed members who are between 15 and 21 years."

<u>1990 amendment</u> made to delete the word "such" and amend "15" to "16" and add in new sentence, to read: "Senior Branch members shall be uniformed members who are between 1Q and 21 years of age, Members of the Senior Branch-in-Council may remain till the age of 24 Years."

2000 amendment made to delete the existing Article 33.9 and in place thereof with the new Article 33.9 as the new Young Adults will essentially replace the Senior Branch, to read: "Young Adults shall be such uniformed members who are between 16 and 33 years of age."

33.4 Each Branch shall as far as practicable be organised into Divisions headed by a Division Commissioner who shall be appointed by the Executive Committee on the recommendation of the Chief Commissioner.

[2007]

33.5 Each Company/Pack shall have at least one warranted Guider who shall be appointed by the Chief Commissioner on the recommendation of the Division Commissioner.

[1990, 2007]

33.6 Young Adults shall be such Uniformed Members who are between 16 and 25 years of age.

[1990, 2000, 2007]

AMENDMENTS MADE SINCE 1970 2007 CONSTITUTION 2007 amendment made to lower the maximum age of Young Adults from 33 years to 25 years. Young Adult Members between 25 and 33 years will be absorbed as Lay Members or Trainers before the amendments are effective, and to re-number Article 33.9 to Article 33.6 due to the deletion of earlier Articles, to read: "Young Adults shall be such Uniformed Members who are between 16 and 25 years of age." Guides shall be such Uniformed Members who are between 11 and 17 years of age or **33.7** Original text: "Guides shall be such uniformed members who are between 11 and 17 years." until such time when they have completed their secondary education, if older. 1990 amendment made to delete the. word "such". Subsequent addition to cater for girls in the Normal stream in secondary schools, to read: "Guides shall be uniformed members who are between 11 and 17 years of age or until [1990, 2007] such time when they have completed their secondary education." 2007 amendment made to text, to read: "Guides shall be such Uniformed Members who are between 11 and 17 years of age or until such time when they have completed their secondary education, if older." 33.8 Brownies shall be such Uniformed Members who are between 7 and 11 years of age or 33.8 Original text: "Brownies shall be such uniformed members who are between 7½ and 11 years." until such time when they have completed their primary education, if older. 1990 amendment made to delete "such" and "1/2", and to cater for girls in the Extended and Monolingual Streams, to read: "Brownies shall be uniformed members who are between I and 11 years of age or until such [1990, 2007] time when they have completed their primary education." 2007 amendment made to text, and to re-number Article to 33.8 due to the deletion of earlier Articles, to read: "Brownies shall be such Uniformed Members who are between 7 and 11 years of age or until such time when they have completed their primary education, if older." 33.9 Adult members shall be Uniformed Members who are above 21 years of age. 33.9 Original text: "Adult members shall be such uniformed members who are above 18 years except those in. [1990, 1995, 2007] Service Branch." 1990 amendment made to replace "Adult" with "Woman" and delete "such", and to ensure that warrants are issued. Delete "except those in Senior Branch" as not necessary, to read: "Woman members shall be uniformed members who are above 18 years of age and are issued a warrant." 1995 amendment made to strengthen leadership in schools by widening membership, to read: "Woman members shall be uniform members who are at least above 16 years of age and are issued a temporary warrant." 2007 amendment made to raise the minimum age of an Adult Uniformed Member, and to re-number Article to 33.9 due to deletion of earlier Articles, to read, "Adult members shall be Uniformed Members who are above 21 years of age." 33.10 2007 amendment made to add new Article 33.10 distinguish between Uniformed and Non-uniform members, to read, "Only Adult Members in the Uniformed Section can hold a warrant which shall be issued by 33.10 Only Adult Members in the Uniformed Section can hold a warrant which shall be the Chief Commissioner." issued by the Chief Commissioner. [2007]

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PART X

LAY SECTION

34. MEMBERSHIP OF LAY SECTION

Original sub-heading: "Members Organisation Of Lay Section"

1990 amendment made to delete sub-heading and replace with new heading, to read: "Membership Of Lay Section"

34.1 Original text: "The Lay Section shall consist of the Council members who are not members of the Uniformed Section and members of the Local Association."

<u>1990 amendment</u> made to re-word the Article to cater for enlargement of membership, to read: "The Lay Section shall consist of members who are not members of the Uniformed section. They may be members of the Council. the Local Association or the Standing Committees."

<u>Original text</u>: "The Local Association shall be headed by a President who shall be appointed by the Council and who shall hold office for the period of 1 calendar year dating from the time of appointment."

1988 amendment made to delete term of office as tenure already in P.O.R., to read: "The Local Association shall be headed by a president who shall be appointed by the Council."

<u>Original text</u>: "Each Local Association shall be governed by a Committee of not less than 5 members. The following persons shall be members of the Committee.

- (i) The President of the Local Association
- (ii) The Vice-President
- (iii) The Honorary Secretary.
- (iv) The Honorary Treasurer
- (v) The Division Commissioner
- (vi) The District Commissioners"

1990 amendment made to add new sub-sections (vii) and (viii), to read: "Each Local Association shall be governed by a Committee of not less than 5 members. The following persons shall be members of the Committee.

- (i) The President of the Local Association
- (ii) The Vice-President
- (iii) The Honorary Secretary.
- (iv) The Honorary Treasurer
- (v) The Division Commissioner
- (vi) The District Commissioners

34. MEMBERSHIP OF LAY SECTION

[1990]

34.1 The Lay Section shall consist of all Members who are not Members of the Uniformed Section.

[1988, 1990, 2007]

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- (vii) The Badge Secretary
- (viii) Such person or persons not exceeding 3 in number who may be co-opted for their special knowledge. interest or skill."

Original text: "Each local Association shall work closely with the Division to which it is attached".

Original text: "Each Local Association shall manage and be responsible for its own finances."

Original text: "43.6 The finance of the Local Association shall be audited."

1990 amendment made to the word "finance", should correctly read as "financial accounts", to read: "The financial accounts of the Local Association shall be audited."

2007 amendment made to omit Lay Association which is obsolete, to read: "The Lay Section shall consist of all Members who are not Members of the Uniformed Section."

PART XI

35. TREFOIL GUILD

- **35.2** Original text: "The Guild shall have a President, who shall be appointed by the Council and who shall hold office for a period of one year."
- **1988 amendment** made to delete tenure as it is already in the Policies, Organisation and Rules, to read: "The Guild shall have a President, who shall be appointed by the Council."
- **2007** amendment made to text, to read: "The Trefoil Guild shall have a President, who shall be appointed by the National Council."
- **35.3 Original text**: "The Guild shall be governed by a Committee of not less than 5 members."
- **2007 amendment** made to text to clarify that the members are from Trefoil Guild, to read: "The Trefoil Guild shall be governed by a Committee of not less than 5 members all of whom shall be members of the Trefoil Guild."
- **35.4 Original text**: "The following persons shall be members of the Committee.
 - (i) The President of the Guild
 - (ii) Vice-President of the Guild

35. TREFOIL GUILD

- 35.1 The Trefoil Guild shall consist of Trefoil Guild members.
- 35.2 The Trefoil Guild shall have a President, who shall be appointed by the National Council.

[1988, 2007]

35.3 The Trefoil Guild shall be governed by a Committee of not less than 5 members all of whom shall be members of the Trefoil Guild.

[2007]

- 35.4 The following persons shall be members of the Committee.
 - (i) The President of the Trefoil Guild appointed by the National Council on the recommendation of the Trefoil Guild and after consultation with the Executive

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- (iii) Honorary Secretary
- (iv) Honorary Assistant Secretary
- (v) Honorary Treasurer
- (vi) Two Committee Members"

2007 amendment made to with regard the appointment of the principal officers of the Trefoil Guild as these are significant matters that should not be left to Policies, Organisation and Rules, to read: "The following persons shall be members of the Committee.

- (i) The President of the Trefoil Guild appointed by the National Council on the recommendation of the Trefoil Guild and after consultation with the Executive Committee.
- (ii) An Honorary Secretary appointed by the Executive Committee on recommendation of the Trefoil Guild.
- (iii) Such other Committee Members as the Trefoil Guild elects."
- **35.5 2007 amendment** made to add new Article 35.5, to read: "The Trefoil Guild shall be governed by the Policies, Organisation and Rules of the Association (not inconsistent with this Constitution) and subject to these Policies, Organisation and Rules of the Association, the Committee shall determine its own procedure at its meetings.¹²"

<u>Footnote 12</u>: Trefoil Guild is not precluded from having Friends of the Guild who may be members of the Guild but not Members of the Association.

Committee.

- (ii) An Honorary Secretary appointed by the Executive Committee on recommendation of the Trefoil Guild.
- (iii) Such other Committee Members as the Trefoil Guild elects.

[2007]

35.5 The Trefoil Guild shall be governed by the Policies, Organisation and Rules of the Association (not inconsistent with this Constitution) and subject to these Policies, Organisation and Rules of the Association, the Committee shall determine its own procedure at its meetings. ¹²

[2007]

PART XII

MEETINGS

36. ANNUAL GENERAL MEETINGS

36.1 Original text: "There shall be an Annual General Meeting of the members of the Association in every calendar year, and such meeting shall be held not later than 15th May of the succeeding year."

<u>1990 amendment</u> made to change 15th May to 15th August as difficult to get Auditors to audit Accounts during that period, to read: "There shall be an Annual General Meeting of the members of the Association in every calendar year, and such meeting shall be held not later than 15th August of the succeeding year."

1996 amendment made to change date of AGM to be in line with the Article 42.5, to read: "There shall be an Annual General meeting of the members of the Association in every Calendar year and such meeting shall be held not later than May of each calendar year."

2007 amendment made to text to emphasize certainty, to read: "There shall be an Annual General Meeting of the Members of the Association in every calendar year, and such meeting shall be held not later than 31st May of

36. ANNUAL GENERAL MEETINGS

There shall be an Annual General Meeting of the Members of the Association in every calendar year, and such meeting shall be held not later than 31st May of each calendar year.

[1990, 1996, 2007]

AMENDMENTS MADE SINCE 1970	2007 CONSTITUTION
each calendar year."	
	36.2 The Annual General Meeting shall consider and approve the Annual Report and the Balance Sheet of the Association.
37. ATTENDANCE OF ANNUAL GENERAL MEETING	37. ATTENDANCE OF ANNUAL GENERAL MEETING
37.1 Original text: "The following members may attend the Annual General Meeting: (i) Uniformed members (a) Senior Branch members (b) Guiders (c) Commissioners (d) Branch Advisers (e) Trainers (f) Headquarters' Instructors (ii) Lay members (iii) Trefoil Guild members (iv) Such guests as may be invited by the National Council" 2000 amendment made as the new Young Adults will essentially replace the Senior Branch, to read: "The following members may attend the Annual General Meeting: (i) Uniformed Members (a) Young Adults (b). Guiders (c) Commissioners (d) Branch Advisers and Young Adults Adviser (e) Trainers (f) Headquarters' Instructors (ii) Lay Members (iii) Trefoil Guild Members (iv) Such guests as may be invited by the National Council."	37.1 The following Members may attend the Annual General Meeting or other General Meeting: (i) Uniformed Members (a) Young Adults (b) Adult Members (ii) Lay Members (iii) Trefoil Guild Members (iv) Honorary Members (v) Such guests as may be invited by the National Council. [2000, 2007]
2007 amendment made to avoid interpretation that only certain ranks of Uniformed Members can attend a	
General Meeting, to read: "The following Members may attend the Annual General Meeting or other General	
Meeting: (i) Uniformed Members	
(a) Young Adults	
(b) Adult Members	
(ii) Lay Members	

AMENDMENTS MADE SINCE 1970 2007 CONSTITUTION (iii) Trefoil Guild Members (iv) Honorary Members (v) Such guests as may be invited by the National Council." 38. VOTING 38. VOTING Original text: "The following members may vote at the Annual General Meeting:-The following Members may vote at the Association's Annual General Meeting or other (i) Uniformed Members General Meeting:-(i) Uniformed Members (Adult Members only) (a) Guiders (ii) Lav Members (b) Commissioners (iii) Trefoil Guild Members (at least 21 years of age) (c) Branch Advisers [2007] (d) Trainers (ii) Lay Members (iii) Trefoil Guild Members" 2007 amendment made to avoid interpretation that only certain ranks of Uniformed Members can vote at a General Meeting, to read: "The following Members may vote at the Association's Annual General Meeting or other General Meeting :-(i) Uniformed Members (Adult Members only) (ii) Lay Members (iii) Trefoil Guild Members (at least 21 years of age)." 39. QUORUM 39. QUORUM 39.1 Except as provided in Article 46 and Article 49, one fifth of the Members with voting **39.1 Original text**: "One fifth of the members with voting rights shall form a quorum." rights or 100 such Members, whichever is the lower, shall form a quorum for a General 2007 amendment made to make it easier to convene General Meetings, to read: "Except as provided in Article 46 Meeting. and Article 49, one fifth of the Members with voting rights or 100 such Members, whichever is the lower, shall form a quorum for a General Meeting." [2007] 39.2 In the event of a quorum not being obtained, the General Meeting shall be adjourned for 39.2 Original text: "In the event of a quorum not being obtained, the General Meeting shall be adjourned for 30 30 minutes after which the meeting shall proceed as if a quorum is present. minutes after which a new meeting shall be convened and the meeting shall proceed irrespective of whether a quorum has then been obtained, but no amendment or addition to the existing Constitution shall be made if the [2007] stipulated quorum is not present." 2007 amendment made to text ing, to read: "In the event of a quorum not being obtained, the General Meeting shall be adjourned for 30 minutes after which a new meeting shall be convened and the meeting shall proceed irrespective of whether a quorum has then been obtained, but no amendment or addition to the existing Constitution shall be made if the stipulated quorum is not present.'

AMENDMENTS MADE SINCE 1970 2007 CONSTITUTION 39.3 Article 39.2 shall not apply to a general meeting convened for an amendment or addition 39.3 2007 amendment made to add new Article 39.3 to clarify that a larger quorum is required for amendments to the existing Constitution. to the Constitution. To reflect the importance of Constitutional amendments, to read: "Article 39.2 shall not apply to a general meeting convened for an amendment or addition to the existing Constitution." [2007] 40. NOTICE 40. NOTICE 40.1 The Honorary Secretary shall give all Members who may attend the Annual General Meeting at least 3 weeks' notice of the Annual General Meeting and circulate the agenda with the said notice. 40.2 Notice of any other matter to be added to the agenda shall be sent to the Honorary Secretary at least 2 weeks before the date of the Meeting. 41. EXTRAORDINARY GENERAL MEETING 41. EXTRAORDINARY GENERAL MEETING 41.1 Any meeting of the Association other than the Annual General Meeting shall be called an Extraordinary General Meeting. 41.2 Original text: "The Council may whenever it thinks fit convene an Extraordinary General Meeting, but the 41.2 The National Council may whenever it thinks fit convene an Extraordinary General Meeting, but the National Council must state the objects of the meeting and give all Members Council must state the objects of the meeting and give all members who may attend the Extraordinary General who may attend the Extraordinary General Meeting at least 14 days' notice of the meeting and Meeting 14 days' notice of the meeting and of the purpose of the meeting." 2007 amendment made to text to add "National" to Council, to read: "The National Council may whenever it of the purpose of the meeting. thinks fit convene an Extraordinary General Meeting, but the National Council must state the objects of the [2007] meeting and give all Members who may attend the Extraordinary General Meeting at least 14 days' notice of the meeting and of the purpose of the meeting." 41.3 Members entitled to attend the Annual General Meeting may attend the Extraordinary 41.3 Original text: "Members who may attend the Annual General Meeting may attend the Extraordinary General Meeting." General Meeting. [2007] 2007 amendment made to text, to read: "Members entitled to attend the Annual General Meeting may attend the Extraordinary General Meeting."

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PART XIII

42. FINANCE

1990 amendment made to re-number Article 37 to Article 42.

42.1 Original text: "The Council shall have control on all funds, financial matters of the Association, and the Executive shall only have such powers with regard to funds and financial matters as the Council shall delegate."

2007 amendment made to text to clarify current ambiguity, to read: "The National Council shall have control on the first text of the first text

all funds, financial matters of the Association, and the Executive Committee shall only have such powers with regard to funds and financial matters as the National Council shall delegate."

42.2 Original text: "The Council shall have one or more banking accounts and all cheques shall be signed by the Treasurer and one other person, either the Chief Commissioner or the President or a member of the Council especially empowered by the Council to sign cheques."

1990 amendment made to replace with new Article 42.2 as presently the Treasurer's signature is compulsory. Difficulties encountered if Treasurer is out of country so amendment allows for flexibility, to read: "The Council shall have one or more banking accounts. All cheques shall be signed by anyone signatory from Group A and counter-signed by anyone signatory from Group B.

Group A

- 1. Honorary Treasurer
- 2. Chairman of Finance

Group B

- 1. President
- 2. Chief Commissioner
- 3. A member so appointed by the Council"

2007 amendment made to text to clarify current ambiguity, to read *Article 42.2* The National Council shall have one or more banking accounts. All cheques shall be signed by any one signatory from Group A and countersigned by any one signatory from Group B.

Group A

Honorary Treasurer

Chairman of Standing Finance Committee

Group B

President

Chief Commissioner

42. FINANCE

[1990]

42.1 The National Council shall have control on all funds, financial matters of the Association, and the Executive Committee shall only have such powers with regard to funds and financial matters as the National Council shall delegate.

[2007]

42.2 The National Council shall have one or more banking accounts. All cheques shall be signed by any one signatory from Group A and counter-signed by any one signatory from Group B.

Group A

Honorary Treasurer

Chairman of Standing Finance Committee

Group B

President

Chief Commissioner

Any Member of the Association so appointed by the National Council

[1990, 2007, 2010]

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Any Member of the Association so appointed by the National Council

2010 amendment made to allow flexibility and convenience as with the appointment of an Audit Committee, the Honorary Treasurer also becomes the Chairman of the Finance Committee, which means that the same individual now wears two hats. In effect, this leaves only one signatory in Group A. If this person is unavailable, nobody can sign the cheques. Therefore, there is a need for another signatory, i.e. another Finance Committee member appointed by the National Council to be a Group A signatory together with the Honorary Treasurer, to read Article 42.2 The National Council shall have one or more banking accounts. All cheques shall be signed by any one signatory from Group B.

Group A

Honorary Treasurer

Any member of the Finance Committee appointed by the National Council

Group B

President

Chief Commissioner

Any Member of the Association so appointed by the National Council

42.3 <u>Original text</u>:: "The Annual Balance Sheet and Statement of Income and Expenditure shall be audited by the Auditor and shall be presented by the Treasurer to the National Council for its approval."

2007 amendment made to text, to read: "The Annual Balance Sheet and Statement of Income and Expenditure shall be audited by the Auditor and shall be presented by the Honorary Treasurer to the National Council for its approval."

- **42.4** <u>1988 amendment</u> made to include new Article 37.4 and re-number subsequent articles as required by the Comptroller of Income Tax, to read: "The appointment and/or change of Auditor must have the prior written approval of the Comptroller of Income Tax."
- **42.5** Original text: "The financial year of the Association shall be from 1st January to 31 December."

1988 amendment made to re-number Article 37.4 to Article 37.5 as a result of the new Article 37.4.

1990 amendment made to change the dates of the financial year to be in line with the change in AGM date under Article 31.1, to read: "The financial year of the Association shall be from 1st April to 31st March."

1995 amendment made change the dates of the financial year to comply with the requirements of National Youth Council Central Youth Fund, arising from the directive of IRAS, to read: "The financial year of the Association shall be from 1st January to 31st December."

1988 amendment made to re-number Article 37.5 to Article 37.6 as a result of the new Article 37.4.

1990 amendment made to move Article 37.6 to form new Article 44.

42.3 The Annual Balance Sheet and Statement of Income and Expenditure shall be audited by the Auditor and shall be presented by the Honorary Treasurer to the National Council for its approval.

[2007]

42.4 The appointment and/or change of Auditor must have the prior written approval of the Comptroller of Income Tax.

[1988]

42.5 The financial year of the Association shall be from 1st January to 31st December.

[1988, 1990,1995]

PART XIV

2007 CONSTITUTION

MISCELLANEOUS

43. NON-POLITICAL

1990 amendment made to add new Article 43 to strengthen the point that the Association is not to be involved in any political organisation as required by WAGGGS, to read: "The Association is independent of any political affiliation."

43. NON-POLITICAL

The Association is independent of any political affiliation.

44. TRUSTEES

44.1, 44.2, 44.3 & 44.4 Original text: "The immovable property of the Association shall be vested under a Deed of trust in not less than 3 Trustees."

1990 amendment made to delete article and replace with new Article 44 and place new article under Part XIV of the Constitution as the existing Article 37.6 was vague, to read:

"44.1 Any immovable property of the Association shall be vested under a Deed of Trust in not less than three but not more than five trustees and they shall not in any way deal with such property without the written authority of the council.

- 44.2 The Council shall have power to appoint from time to time suitable persons as trustees and shall have Dower to terminate their appointments.
- 44.3 Any trustee may at any time resign her/his trusteeship.
- 44.4 If a trustee dies or become of unsound mind or is adjudicated a bankrupt. she/he shall be deemed to have resign her/his trusteeship."

44. TRUSTEES

- 44.1 Any immovable property of the Association shall be vested under a Deed of Trust in not less than three but not more than five trustees and they shall not in any way deal with such property without the written authority of the National Council.
- 44.2 The National Council shall have power to appoint from time to time suitable persons as trustees and shall have power to terminate their appointments.
- 44.3 Any trustees may at any time resign her/his trusteeship.
- 44.4 If a trustee dies or becomes of unsound mind or is adjudicated a bankrupt, she/he shall be deemed to have resigned her/his trusteeship.

[1990]

45. ACCEPTANCE OF GIFTS

<u>Original text</u>: "It shall be permissible for the Association to accept unsolicited gifts provided that such are accepted in the name of the Council. Only Council and warranted members shall be permitted to accept unsolicited gifts, moveable or immovable."

2007 amendment made to text to read: "It shall be permissible for the Association to accept unsolicited gifts provided that such are accepted in the name of the National Council. Only the National Council and warranted members shall be permitted to accept unsolicited gifts, moveable or immovable."

45. ACCEPTANCE OF GIFTS

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[2007]

46. AMENDMENT OF CONSTITUTION

46. AMENDMENT OF CONSTITUTION

[1988]

AMENDMENTS MADE SINCE 1970

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1988 amendment made to re-number existing Article 46 to Article 46.1.

46.1 Original text: "No amendment to this Constitution shall be made unless 4 weeks notice setting out the proposed amendment shall have been sent to all members of the Council, and such proposed amendments are subsequently carried by a majority vote of two-thirds of the members of Council and subsequently ratified at the Association's Annual General Meeting or at an Extraordinary General Meeting called for that purpose."

2007 amendment made to proposed in the interest of clarity, which is essential for such a fundamental provision; and no proxy voting will be allowed, to read: "No amendment to this Constitution shall be made unless 4 weeks" notice setting out the proposed amendment shall have been sent to all members of the National Council, and such proposed amendments are subsequently carried by a majority vote of two-thirds of the members of National Council and subsequently ratified in person by two-thirds of the Members of the Association present at its Annual General Meeting, or at an Extraordinary General Meeting called specially for that purpose. One fifth of the Members of the Association with voting rights shall form a quorum for a General Meeting for this purpose."

46.2 1988 amendment made to insert new Article 46.2 as required by Comptroller of Income Tax, to read: "Any amendment to the constitution must have the prior written approval of the Comptroller of Income Tax and the Commissioner of Charities."

2007 amendment made to include the Registrar of Societies for completeness, to read: "Any amendment to the Constitution must have the prior written approval of the Comptroller of Income Tax and the Commissioner of Charities and the Registrar of Societies, 13 before it takes effect."

Footnote 13: Amendments will take effect only with the approval of the Registrar of Societies. 2005 policy of the Registry of Societies is for the amendments to be voted on by the respective association at general meeting before they are to be submitted to the Registrar for approval.

47. HONORARY LEGAL ADVISER

1988 amendment made to add new Article 47, Legal Adviser only to advise on legal problems and hot involved in general administration or policy-making. Therefore only invited to meetings, to read: "The Council may appoint a Honorary Legal adviser who may be invited to attend Council and Executive Meetings and speak but shell not be entitled to vote."

2007 amendment made to text, to read: "The National Council may appoint an Honorary Legal Adviser who may be invited to attend National Council and Executive Committee Meetings but who shall have no voting right."

48. AUDITOR

48.1 1988 amendment made to add new Article 48 to the provision of Auditors, to read: "As its first meeting

46.1 No amendment to this Constitution shall be made unless 4 weeks' notice setting out the proposed amendment shall have been sent to all members of the National Council, and such proposed amendments are subsequently carried by a majority vote of two-thirds of the members of National Council and subsequently ratified in person by two-thirds of the Members of the Association present at its Annual General Meeting, or at an Extraordinary General Meeting called specially for that purpose. One fifth of the Members of the Association with voting rights shall form a quorum for a General Meeting for this purpose.

[2007]

46.2 Any amendment to the Constitution must have the prior written approval of the Comptroller of Income Tax and the Commissioner of Charities and the Registrar of Societies. 13 before it takes effect.

[1988, 2007]

47. HONORARY LEGAL ADVISER

The National Council may appoint an Honorary Legal Adviser who may be invited to attend National Council and Executive Committee Meetings but who shall have no voting right.

[1988, 2007]

48. AUDITOR

At every Annual General Meeting, the National Council shall appoint an Auditor who

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after the Annual General, the Council shall appoint an auditor who shall be a firm of public accountants and who shall until the next Annual General Meeting."

2007 amendment made to re-number Article to 48.1, and to follow the norm of having the external Auditor appointed at the Annual General Meeting, and to address the contingency of premature termination of an Auditor's services, to read: "At every Annual General Meeting, the National Council shall appoint an Auditor who shall be a firm of public accountants and who shall hold office until the next Annual General Meeting."

48.2 <u>2007 amendment</u> made to add new Article 48.2 with reference to Article 48.1, to read: "Where an Auditor appointed under Article 48.1 resigns, or for any reason ceases to discharge his duties, before the next Annual General Meeting, the National Council may without a General Meeting, but subject to Article 42.4, appoint another public accountant to be the Auditor and any person so appointed shall hold that office for the balance of its predecessor's term."

shall be a firm of public accountants and who shall hold office until the next Annual General Meeting.

[1988, 2007]

48.2 Where an Auditor appointed under Article 48.1 resigns, or for any reason ceases to discharge his duties, before the next Annual General Meeting, the National Council may without a General Meeting, but subject to Article 42.4, appoint another public accountant to be the Auditor and any person so appointed shall hold that office for the balance of its predecessor's term.

[2007]

PART XV

49. DISSOLUTION

1988 amendment made to re-number Article 47 to Article 49 as a result of a new Article 47 added.

49.1 Original text: "The Association shall only be dissolved upon recommendation of a two-thirds majority of the Council provided always that a three-fifths majority of the members of the Association for the time being resident in Singapore with voting rights shall agree to the said dissolution at an Extraordinary General Meeting of the Association called specially for this purpose."

2007 amendment made to text, to read: "The Association shall only be dissolved upon recommendation of a twothirds majority of the National Council provided always that a three-fifths majority of the Members of the Association for the time being resident in Singapore with voting rights shall agree to the said dissolution at an Extraordinary General Meeting of the Association called specially for this purpose."

49.2 Original text: "At such Extraordinary Meeting of the association the meeting shall also decide on the

49. DISSOLUTION

[1998]

49.1 The Association shall only be dissolved upon recommendation of a two-thirds majority of the National Council provided always that a three-fifths majority of the Members of the Association for the time being resident in Singapore with voting rights shall agree to the said dissolution at an Extraordinary General Meeting of the Association called specially for this purpose.

[2007]

49.2 Upon dissolution of the Association at an Extraordinary General Meeting, the meeting

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charitable organization that shall receive such funds that may be vested in the Association after all the debts have been discharged."

1988 amendment made to Delete Article 47(2) and substitute with new Article 49(2) as required by controller of Income Tax, to read: "Upon dissolution of the Association at an Extraordinary Meeting, the meeting shall also decide on the transfer of the remaining funds, if any, that may be vested in the Association after all the debts of the Association had been discharged to another approved institution of a public character in Singapore under Section 37(2)(c) of the Income Tax Act and/or charity registered under the Charities Act and/or to the Government f the Republic of Singapore."

49.3 1988 amendment made to add new Article 49.3 as required by the Comptroller of income Tax, to read: "Notice of dissolution shall be given within 7 days of the dissolution of the Association to the Commissioner of Charities."

shall also decide on the transfer of the remaining funds, if any, that may be vested in the Association after all the debts of the Association had been discharged to another approved institution of a public character in Singapore under Section 37(2)(c) of the Income Tax Act and/or charity registered under the Charities Act and/or to the Government of the Republic of Singapore.

[1988]

49.3 Notice of dissolution shall be given within 7 days of the dissolution of the Association to the Commissioner of Charities and the Registrar of Societies.

[1988]

50. DISPUTES

1998 amendment made to Insert a new Article 50 in response to a suggestion by Registrar of Societies to include such an article so that the method of resolution of any dispute need not be itself a subject of a dispute, to read: "In the event of any dispute arising amongst members of the Association, such members shall request Council to table the matter for resolution at an Extraordinary General Meeting to be held in accordance with the constitution of the Association. If the members fail to resolve the matter at the Extraordinary General Meeting, they shall be entitled to bring the matter before a court of law in Singapore for resolution."

2007 amendment made to add "National" to Council for clarity, to read: "In the event of any dispute arising amongst members of the Association, such members shall request National Council to table the matter for resolution at an Extraordinary General Meeting to be held in accordance with the Constitution of the Association. If the members fail to resolve the matter at the Extraordinary General Meeting, they shall be entitled to bring the matter before a court of law in Singapore for resolution."

50. DISPUTES

In the event of any dispute arising amongst members of the Association, such members shall request National Council to table the matter for resolution at an Extraordinary General Meeting to be held in accordance with the Constitution of the Association. If the members fail to resolve the matter at the Extraordinary General Meeting, they shall be entitled to bring the matter before a court of law in Singapore for resolution.

[1998, 2007]

51. SAVINGS & TRANSITIONALS

51. SAVINGS & TRANSITIONALS

2007 CONSTITUTION

- **51.1 2007 amendment** made to add new Article 51 to deal with incumbents, to read: "Every person who, immediately before the effective date, is holding office as the President or the Honorary Treasurer of the Association shall continue in that office as if this Constitution was not amended on that date, and her appointment shall expire on the date it would have expired if this Constitution has not been so amended".
- **51.2** And "Every person who, immediately before the effective date, is holding office as a Vice-President or the Honorary Secretary of the Association, or the Chief Commissioner, a Deputy Chief Commissioner, an Adviser or a Division or Headquarters Commissioner shall continue in such respective office as if he or she were appointed to an initial term under the corresponding provisions of this Constitution as amended on that date, except that their respective appointments shall expire on the date they would have expired if this Constitution has not been so amended."
- **51.3** And "The "effective date" in this Article means the date the amendments to the Constitution passed at the 2007 Annual General Meeting comes into force."

- 51.1 Every person who, immediately before the effective date, is holding office as the President or the Honorary Treasurer of the Association shall continue in that office as if this Constitution was not amended on that date, and her appointment shall expire on the date it would have expired if this Constitution has not been so amended.
- 51.2 Every person who, immediately before the effective date, is holding office as a Vice-President or the Honorary Secretary of the Association, or the Chief Commissioner, a Deputy Chief Commissioner, an Adviser or a Division or Headquarters Commissioner shall continue in such respective office as if he or she were appointed to an initial term under the corresponding provisions of this Constitution as amended on that date, except that their respective appointments shall expire on the date they would have expired if this Constitution has not been so amended.
- 51.3 The "effective date" in this Article means the date the amendments to the Constitution passed at the 2006 Annual General Meeting comes into force.

[2007]