

CONSTITUTION

Nanyang MBA Alumni Association

ARTICLE 1 NAME AND PLACE OF BUSINESS

- 1.1 The name of the Club shall be "Nanyang MBA Alumni Association" and shall hereinafter be referred to as the "Association".
- 1.2 The place of business of the Association shall be "c/o The Nanyang MBA, Nanyang Business School, Nanyang Technological University, Nanyang Avenue, Singapore 639798" or such other address as may subsequently be decided upon by the Executive Committee and approved by the Registrar of Societies.

ARTICLE 2 OBJECTS

- 2.1 To promote the academic and professional pursuits of members of the Association and, in particular, their interests in business administration.
- 2.2 To encourage and organise educational, social, cultural, sporting and civic activities among members.
- 2.3 To provide a recognised means of communication and to establish rapport between the Association, Nanyang Business School and the Nanyang Technological University.
- 2.4 To promote interaction between the Association and the business communities, and any external body, including graduate business schools and associations abroad.
- 2.5 To publish papers, journals, newsletters and other materials to achieve the above objects.

ARTICLE 3 MEMBERSHIP

- 3.1 There shall be the following categories of members:
 - (a) Ordinary Members
 - (b) Associate Members
 - (c) Honorary Members
- 3.2 Ordinary Membership is open to any of the following category of persons:
 - (a) A graduate student pursuing a Master of Business Administration course at the Nanyang Technological University;
 - (b) A holder of a Master of Business Administration degree conferred by the Nanyang Technological University; and

- (c) A member of the academic or administrative staff of the School of Accountancy & Business, Nanyang Technological University.
- 3.3 Associate Membership is open to any person who holds a Master of Business Administration degree or its equivalent conferred by a university, or an equivalent institution of higher learning, or a Master or equivalent or higher degree conferred by the Nanyang Technological University.
- 3.4 The Executive Committee may invite chief executive officers of corporations or persons of prominence in the business community to be Honorary Members.
- 3.5 (a) Every application for membership for Ordinary Member and Associate Member shall be made in a form provided for the purpose. Such form shall be signed by the applicant and by a proposer and seconder who shall be members of the Alumni and submitted to the Honorary Secretary and circulated to the Executive Committee for consideration.
- (b) Every application shall be subject to the approval of the Executive Committee present and voting at the meeting in which the application is considered. The Honorary Secretary shall inform the applicant of the result of the application. A copy of the Alumni's constitution shall be furnished to every approved member upon payment of the entrance fee and annual subscription.
- (c) An applicant rejected by the Executive Committee may only be proposed for membership after a lapse of one year from the date of rejection.
- 3.6 All members of the Association shall be eligible to participate in the activities of the Alumni but only Ordinary Members shall be eligible to stand for election to the Executive Committee, nominate and second candidates for such election or to speak and vote at meetings of the Association.
- 3.7 All members of the Association shall abide by the Constitution and all rules made by the Association and not act in any manner inconsistent with the objects of the Alumni.
- 3.8 If any member, in the opinion of the Executive Committee, fails to conform with any of the published rules of the Association, or is guilty of conduct derogatory to the dignity or reputation or interest of the Association, the Executive Committee may, by written notice, request the member to resign from his membership, and if within two weeks of service of such written notice, the member fails to resign, the Executive Committee may by a majority vote at a Committee meeting convened for such a purpose, expel him from membership.
- 3.9 The expelled member may appeal to the General Meeting, in which event, the decision at the General Meeting shall be final.
- 3.10 Membership of the Association shall cease:
- (a) Upon written notice of resignation received by the Honorary Secretary;
 - (b) Upon expulsion of the member under Article 3.8; or

- (c) If the member fails to pay his dues or any sum owing by the member to the Association within two weeks after receipt by the member of a written notice requiring the member to do so.

ARTICLE 4 ENTRANCE FEE AND SUBSCRIPTION

- 4.1 The entrance fee and annual subscription shall be such sums as the Executive Committee may from time to time prescribe.
- 4.2 The entrance fee and the annual subscription for the first year shall be payable within one month of the approval of the member's application and the person whose application has been approved shall only be entered in the Register of Members upon receipt of such payments. Subsequent annual subscriptions are payable and due in July each year.
- 4.3 The Executive Committee may, at its discretion, reduce the subscription in respect of the first year for any member who joins the Association in the second half of the Association's financial year.

ARTICLE 5 MANAGEMENT AND EXECUTIVE COMMITTEE

- 5.1 The administration of the Association shall be vested in the Executive Committee which shall be elected at each Annual General Meeting.
- 5.2 The Executive Committee shall consist of the following members:
 - (a) The President;
 - (b) The Vice-President;
 - (c) The Honorary Secretary;
 - (d) The Honorary Treasurer; and
 - (e) Four Ordinary Committee Members.
- 5.3 All members of the Executive Committee, with the exception of the Honorary Treasurer, shall be eligible for re-election to the same post for a consecutive term. The term of office of the Executive Committee is two years.
- 5.4 Members of the Executive Committee shall hold office from the date of election until the next Annual General Meeting.
- 5.5 The Executive Committee shall:
 - (a) Be responsible for the formulation of policies and organisation of activities which are consistent with the objects of the Association;
 - (b) Have charge of the properties of the Association;
 - (c) Be responsible for the proper expenditure of the Association's finances;
 - (d) Publish an annual report of the Association's activities, which report shall also include the annual accounts of the Association.

- 5.6 The Executive Committee shall have the following powers:
- (a) (i) To appoint standing or special committees for the proper administration of the Association and to exercise control over such committees;
 - (a) (ii) To delegate to such committees such powers as it considers necessary;
 - (b) (i) To approve the application of new members to the Association;
 - (b) (ii) To accept the resignation of any member of the Association;
 - (b) (iii) To accept the resignation of any member of the Executive Committee of the Association and to fill, by appointment from among the Alumni members, the vacancy thus arising;
 - (c) To take disciplinary action against members who violate the Constitution of the Association;
 - (d) To authorise publications or release official statements on behalf of the Association, such publications and statements to be consistent with the objects of the Association;
 - (e) To give a decision upon any matter consistent with the objects of the Association but not provided for in the Constitution; No official statement may be made except by the President or the Honorary Secretary and only with the approval of the Executive Committee;
 - (f) To convene meetings of the Association;
 - (g) To authorise expenditure from the Association's funds for the Association's purposes.
- 5.7 The Executive Committee shall meet as often as the business of the Alumni may require, but at least once in every two months, after giving 3 days' notice to Executive Committee members and at every meeting, not less than half of the Executive Committee members shall constitute a quorum.
- 5.8 Any member of the Executive Committee absenting himself from two meetings consecutively without any satisfactory explanation shall be deemed to have withdrawn from the Executive Committee and a successor may be co-opted by the Executive Committee to serve until the next Annual General Meeting. Any changes in the Executive Committee shall be notified to the Registrar of Societies within two weeks of the change.
- 5.9 The Executive Committee may not act contrary to the expressed wishes of the General Meeting without prior reference to it, and always remains subordinate to the General Meeting.

ARTICLE 6 DUTIES AND POWERS OF MEMBERS OF THE EXECUTIVE COMMITTEE

6.1 The President shall:

- (a) Preside over all General and Executive Committee Meetings;
- (b) Represent the Alumni in its dealings with outside persons;
- (c) Have the right to call meetings of the Executive Committee;
- (d) Have a casting vote at General and Executive Committee Meetings.

6.2 The Vice-President shall assist the President and deputise for him in his absence.

6.3 The Honorary Secretary shall:

- (a) Be responsible for convening all General and Executive Committee Meetings;
- (b) Keep minutes of General and Executive Committee Meetings of the Association;
- (c) Carry out the decisions of the Association and of the Executive Committee;
- (d) Have charge of all Association records except financial records, and be responsible for their correctness;
- (e) Conduct the correspondence of the Association;
- (f) Submit at Executive Committee meetings any matter for discussion received from members of the Association;
- (g) Submit the records of the Association for inspection by any member of the Association who shall have given one week's notice of intention to inspect the records;
- (h) Prepare the annual report of the Association for presentation to members;
- (i) Maintain an up-to-date Register of Members at all times.

6.4 The Honorary Treasurer shall:

- (a) Keep all funds and collect and disburse all monies on behalf of the Association;
- (b) Keep an account of all monetary transactions in a proper manner and be responsible for their correctness;
- (c) Have power to retain in his hand for current expenses of the Association a sum of money not exceeding S\$200 in cash and to deposit the excess of this in a bank to be named by the Executive Committee;

- (d) Be responsible for making all payments on behalf of the Association and all such payments exceeding the sum of S\$200 shall be made by cheque drawn in the name of the payee;
 - (e) Sign all cheques issued etc. for withdrawals from the bank in conjunction with the President or the Vice-President or the Honorary Secretary, on behalf of the Association;
 - (f) Make financial reports at regular intervals prescribed by the Executive Committee;
 - (g) Present at the Annual General Meeting the Association's audited accounts for the preceding year.
- 6.5 The Ordinary Committee members shall assist in the general administration of the Association and perform duties assigned by the Executive Committee from time to time.

ARTICLE 7 FINANCE AND AUDIT

- 7.1 The financial year of the Association shall begin on 1st July and end on 30th June of the following year.
- 7.2 The accounts of the Association shall be audited at the close of the financial year by a firm of Certified Public Accountants appointed as Auditors at the Annual General Meetings.
- 7.3 A firm of Certified Public Accountants shall be appointed as Auditors at each Annual General Meeting for a term of one year and shall be eligible for reappointment.
- 7.4 The Honorary Auditors:
- (a) Will be required to audit each year's accounts and present a report upon them to the Annual General Meeting;
 - (b) May be required by the President to audit the Association's accounts for any period within their tenure of office at any date and make a report to the Executive Committee.

ARTICLE 8 SUPREME AUTHORITY AND GENERAL MEETINGS

- 8.1 The Supreme Authority of the Association is vested in a General Meeting of members presided over by the President.
- 8.2 The General Meetings of the Association shall be the Annual General Meetings and Extraordinary General Meetings.
- 8.3 The Annual General Meeting of the Association shall be held by January, at a place upon a date and time to be fixed by the Executive Committee for the following purposes:

- (a) To receive from the Executive Committee a report of the activities of the Association during the preceding year and the audited Statement of Accounts for the previous financial year, and a list of members;
 - (b) To elect members of the Executive Committee and appoint an Honorary Auditor for the coming year;
 - (c) To decide on any resolution which may be duly submitted to the General Meeting as provided under Article 8.13.
- 8.4 Notice of the Annual General Meeting shall be sent to all members not less than 14 days before the date fixed for the meeting.
- 8.5 The Executive Committee may at any time for any special reason call an Extraordinary General Meeting of the Association and shall do so within two months upon requisition in writing of at least ten voting members of the Alumni stating the object and reasons for such a Meeting.
- 8.6 Notice calling an Extraordinary General Meeting shall be sent to all members not less than 14 days before the date fixed for such Meeting and shall state the business to be discussed.
- 8.7 Unless otherwise provided, a motion or resolution at any General Meeting shall be carried by a simple majority of those members present and voting.
- 8.8 Except as prescribed in Article 9.5(c), voting shall be by a show of hands unless a ballot is demanded by the person presiding or by at least ten members present and eligible to vote.
- 8.9 Voting by proxy is not permissible except as stipulated hereunder.
- (a) The instrument appointing a proxy shall be in writing in a form prescribed by the Executive Committee or as near thereto as possible. A member shall only appoint as his proxy a member who is entitled to exercise a vote at a Meeting of the Association.
 - (b) The proxy shall be valid for use at one Meeting only or for any adjournment of that meeting.
 - (c) On behalf of the Executive Committee, the President or his nominee shall be entitled to issue an appeal for proxies prior to the holding of General Meetings.
 - (d) The instrument in proper form appointing a proxy must be deposited with the Honorary Secretary of the Association not less than 48 hours before the Meeting at which it is intended to be used.
- 8.10 On a show of hands, every member present shall have one vote. Upon a ballot, every member present in person or by proxy shall have one vote each. The person presiding shall have a second or casting vote whether the issue is to be decided by a simple or other stipulated majority.

- 8.11 At all Annual and Extraordinary General Meetings, at least one-quarter of the total voting membership of the Alumni or 30 voting members, whichever is smaller, must be present to constitute a quorum.
- 8.12 In the event of there being no quorum at the commencement of the General Meeting, the Meeting shall be adjourned for half an hour, and should the number then present be insufficient to form a quorum, in the case of the Annual General Meeting, those present shall be considered a quorum, but they shall have no power to amend any clause of the existing Constitution, and in the case of an Extraordinary General Meeting, the Meeting shall be dissolved.
- 8.13 Any member who wishes to place an item on the agenda of a General Meeting may do so provided the member gives notice to the Honorary Secretary one week before the Meeting is due to be held.

ARTICLE 9 NOMINATION AND ELECTION OF EXECUTIVE COMMITTEE MEMBERS

- 9.1 A notice calling for nomination for election of members to the Executive Committee shall be sent by the Honorary Secretary to all members not less than 14 days before the Annual General Meeting.
- 9.2 All such nominations in a form prescribed by the Executive Committee must be returned to the Honorary Secretary not later than 3 days before the Annual General Meeting.
- 9.3 Each nomination form shall be signed by the proposer and seconder and shall contain the written consent of the candidate for election as an Executive Committee member.
- 9.4 (a) Should the number of nominations received 3 days before the Annual General Meeting be insufficient to fill all the posts in the Executive Committee, those already so nominated shall be deemed to have been elected to their respective posts in the Executive Committee.
- (b) Nominations for the vacant posts may then be made from amongst and by those present at the Annual General Meeting, and those so nominated may be elected to fill the remaining vacancies in the manner prescribed in Article 9.5.
- 9.5 The election procedure to be carried out at the Annual General Meeting shall be as follows:
- (a) The Executive Committee shall appoint two members to act as scrutineers; the persons appointed shall not be office bearers nor shall they be candidates for election at the Meeting;
- (b) The scrutineers shall examine the nominations and, where there is only one nomination to an office or only sufficient nominations in respect of the vacancies for Executive Committee under Article 5.2, shall advise the person presiding at the Meeting who shall forthwith declare the persons so nominated to be elected;

- (c) Where there is more than one nomination for an office, the scrutineers shall issue ballot papers to all those present and entitled to vote, and, after the papers have been marked, shall collect them and report the number of votes cast for each person nominated to the person presiding at the Meeting, who shall announce the result of the ballot;
- (d) In the event of an equality of votes, the election shall be determined by a second or subsequent ballot.

ARTICLE 10 ADVISOR

The Advisor of the Association shall be the Dean of the Nanyang Business School of the Nanyang Technological University and/or such other person or persons from the School appointed by him and accepted by the Executive Committee.

ARTICLE 11 AMENDMENT TO THE CONSTITUTION

This Constitution shall continue until a resolution for its amendment shall be passed by more than fifty (50) percent of the total voting members of the Alumni for the time being resident in Singapore expressed either in person or by proxy voting in favour of that resolution at a General Meeting duly convened for that purpose. No amendment shall come into force without the prior sanction of the Registrar of Societies.

ARTICLE 12 PROHIBITIONS

- 12.1 Gambling of any kind whether for stakes or not, is forbidden on the Association's premises. The introduction of materials for gambling or taking of prohibited drugs and of bad characters into the premises is prohibited.
- 12.2 The funds of the Association shall not be used to pay the fines of members who have been convicted in Court.
- 12.3 The Association shall not engage in any trade union activity as defined in any written law relating to trade unions for the time being in force in Singapore.
- 12.4 The Association shall not indulge in any political activity or allow its funds and/or premises to be used for political purposes.

Final version
Updated: December 2012