

AMERICAN ASSOCIATION OF SINGAPORE CONSTITUTION

PREAMBLE

We, THE MEMBERS OF THE AMERICAN ASSOCIATION OF SINGAPORE, making common cause in order to enhance the well being of the citizens of the United States of America in Singapore, to promote good feeling between Americans and persons of other nationalities residing in Singapore, to provide leadership in identifying needs of the American community in Singapore and in channeling the resources of the Association and other like-minded organizations and individuals in meeting such needs, and such other objectives as shall from time to time arise and which are consistent with the foregoing objectives, do hereby enact the following as our Constitution.

ARTICLE I – Name

This organization shall be known as the AMERICAN ASSOCIATION OF SINGAPORE, and shall be a separate, distinct and independent organization.

ARTICLE II – Membership

Section 1. There shall be four kinds of members – regular, associate, honorary and corporate.

Section 2. Regular membership in the Association shall be open to any American citizens 18 years or older resident in Singapore, subject to approval by the Board of Directors. Regular members shall be entitled to vote and to hold office in the Association.

Section 3. Associate membership shall be open to any individual who is resident in Singapore, who is married to an American, works for an American firm or government agency, or otherwise has demonstrated to the satisfaction of the Board of Directors an active interest in the objectives of the Association. Associate members shall not be entitled to vote or to hold elective office in the Association.

Section 4. Honorary membership shall be open to any individual upon a vote of not less than two-thirds of the Board of Directors.

Section 5. Corporate membership shall be open to any business organization that has demonstrated to the satisfaction of the Board of Directors an active interest in the objectives of the organization.

Section 6. The Ambassador of the United States of America to the Republic of Singapore shall be an Honorary Member of the Association.

ARTICLE III – Officers and Directors

Section 1. The four officers and five directors at large of the Association shall be elected by a majority of the membership present at the Annual General Meeting and shall take office immediately upon election. The officers and directors are eligible for re-election.

Section 2. The officers and directors at large shall hold office for a period of two years or until their successors are elected.

Section 3. The officers of the Association shall be as follows: President, Vice President, Secretary and Treasurer.

Section 4. The Board of Directors of the Association shall consist of the officers, five directors at large and the following:

- a) The Chairman of the Singapore American School Board;
- b) The President of the American Women's Association;

- c) The President of the American Club;
- d) The immediate past President of the Association (if resident in Singapore);
- e) The Chairman of the American Chamber of Commerce; and
- f) The Chairman of the Singapore American Community Action Council.

The American Ambassador or his/her representative and the senior ranking officer of the U.S. military establishment shall be non-voting members of the Board.

ARTICLE IV – Meetings

Section 1. Regular monthly meetings of the Board of Directors of the Association shall be held at a designated time and place as specified by the President.

Section 2. An Annual General Meeting shall be held not later than February in each year. Extraordinary General Meetings may be called at any time by a majority of the Board of Directors.

Section 3. A quorum for a General Meeting shall be thirty (30) regular members. If a quorum has not assembled at the place appointed for a General Meeting within thirty minutes after the time specified in the Notice of General Meeting for the commencement of such General Meeting – which Notice of General Meeting may be given in writing (including by electronic means, *e.g.*, e-mail) – those regular members in attendance may proceed to conduct a General Meeting, and to act upon all business included in the Notice of the General Meeting, provided that no amendment to the Constitution and no dissolution of the Association may be approved in the absence of a quorum.

ARTICLE V -- Finances

Section 1. The Board of Directors shall be empowered to assess and collect annual subscriptions from the members, provided that such annual subscription plus other assessments do not exceed S\$100.00 per member per annum.

Section 2. The Board of Directors shall have full and sole power to authorize the opening of accounts in the name of the Association at one or more banks, the borrowing or investing of money on behalf of and for purposes of the Association, and the execution of such documents as may be necessary in connection therewith.

Section 3. The Board of Directors shall sponsor and/or finance such community activities as it deems appropriate to the purposes of the Association, provided that the financial obligation of the members incurred as a result of the Association sponsoring such activities conforms to the limitation set forth in Section 1 of this Article V.

Section 4. No member may act on behalf of, or in the name of, the Association in any way without the prior approval of the Board of Directors.

ARTICLE IV – National Holidays

The Board of Directors shall have discretion as to whether the Association shall commemorate all or any American holidays, and the manner in which such holidays shall be commemorated.

ARTICLE VII – Rules of Order

Except as provided to the contrary herein, "Roberts Rules of Order" shall be used as a guide in conducting all meetings at which business of the Association is transacted.

ARTICLE VIII -- Amendments

Section 1. This Constitution may be amended only by notice in writing (including by electronic means, *e.g.*, e-mail) of the proposed amendment to the membership at least thirty (30) days prior to any General or Special General Meeting of the Association, and upon approval thereof by a vote of no less than two-thirds of the members present at such meeting.

Section 2. No amendment of this Constitution shall become effective until such amendment has been approved in writing by the Singapore Registrar of Societies.