

THE INSEAD CLUB OF SINGAPORE

CONSTITUTION AND BYE-LAWS - KEY PROPOSED CHANGES

Rule no.	Existing Rule(s)	Renumbered Rule No.	Proposed Rules	Explanation & Reasons for Amendments
ARTICLE I	<p>Name Section 1 The name of the Organisation shall be "The INSEAD Club of Singapore", hereinafter referred to as "the Club".</p>	NO CHANGE	<p>Name and Place of Business This society shall be known as "The INSEAD Club of Singapore", hereinafter referred to as "the Club". As a member of the INSEAD International Alumni Association, The Club will also refer to itself at the "INSEAD Alumni Association Singapore" or "National Alumni Association" (abbreviated to "NAA") in its communications to members.</p>	Includes the commonly used Club names for clarity.
ARTICLE II	<p>Objectives Section 1 The objectives of the Club shall be to increase social and fraternal association among INSEAD alumni and to promote programmes which bring members of the Club into contact with the faculty and others associated with INSEAD.</p>	NO CHANGE	<p>Objectives The Club's Objectives are: 1. to strengthen the bonds within the INSEAD Alumni community in Singapore through activities that offer mutual support and opportunities for networking, provide continued learning & development and to stimulate dialogue between students, alumni and faculty of INSEAD. 2. to support the name, brand and reputation of INSEAD 3. to promote the creation of a positive social impact on the community in Singapore</p>	Updated to make the Club objectives more relevant to the much larger INSEAD alumni community, and to harmonise with the objectives of the global INSEAD Alumni Association (IAA) and INSEAD proper.
ARTICLE IV	<p>Executive Committee and officers <i>Refer to documents for full text</i></p>	Article VI	<p>Executive Committee <i>Refer to documents for full text</i></p>	<p>Puts in place clarity and control around each term and maximum term of service for Exco and Office Bearers.</p> <p>Clarifies the role of each Office Bearer.</p>

				<p>Sets in place process for replacement of Exco Members, in the event that someone leaves the Exco prior to the following AGM.</p> <p>Sets out number of office bearers and maximum number of Exco members as per ROS guidelines.</p>
ARTICLE V	<p>Membership <i>Refer to documents for full text</i></p>	ARTICLE VI	<p>Membership <i>Refer to documents for full text</i></p>	<p>Removes Associate Membership and Corporate Membership, as these categories are no longer relevant.</p> <p>Indicates the <i>maximum</i> amount for which the Club can state as its annual fee; the precise fees will be stated in the Bye-Laws.</p> <p>Membership deemed terminated upon annual fees being in arrears by more than one (1) month.</p>
ARTICLE VI	<p>Audit <i>Refer to documents for full text</i></p>	ARTICLE VII B.	<p>Report and Audit <i>Refer to documents for full text</i></p>	<p>Specifies a maximum term of two (2) years for Auditors.</p> <p>Requires external audit in the following cases: “The accounts of the Society shall be audited by a firm of Public Accountants and Chartered Accountants if the gross income or expenditure of the Society exceeds SGD\$500,000 in that financial year, in accordance with Section 4 of the Societies Regulations.”</p>
ARTICLE VII	<p>Management, General Meetings, Committees</p> <p>Section 1 The Biennial General Meeting of the Club shall be held at least once in two years not more than 3 months after the end of the calendar year.</p> <p>Section 2 At other times an extraordinary general meeting must be called by the Executive President on the request in writing of one-third or more voting members and may be called at any time by order of the Committee.</p>	ARTICLE IV	<p>General Meetings</p>	<p>Notable changes: ARTICLE IV C. Annual General Meeting Changes Biennial General Meeting to Annual General Meeting.</p> <p>ARTICLE IV B. paras. 5 to 7 Quorum redefined from “at least 25% of total ordinary voting membership” to “not less than 25% of the total voting membership or thirty (30) general members present, whichever is lesser, in person or by proxy. In the event of there being no quorum present at any such meeting, the meeting shall be adjourned for 30 minutes, after which those present shall be considered a quorum and shall proceed with full powers except as stipulated in Article XI & XIV.</p>

	<p>Section 5 A committee meeting shall be held at least once in three months after 7 days' notice to committee members. The Executive President may call a committee meeting at any time by giving 7 days' notice. At least one half of the committee members must be present for its proceedings to be valid.</p>			<p>Added: that the inadvertent failure to give notice of a meeting to an ordinary member, or the fact that an ordinary member has not received notice, does not invalidate that meeting.</p> <p>Gives the President or in his/her absence the Vice-President a second or casting vote at any general meeting.</p> <p>ARTICLE IV D.1. States the minimum percentage (5%) of the general membership needed to call an Extraordinary General Meeting (down from 1/3)</p>
NA	<p>Key additions to the Constitution</p>	<p>ARTICLE XI</p>	<p>Bye-laws</p>	<p>Introduces Bye-Laws to the Constitution.</p>