

# **CONSTITUTION**

## **ARTICLE 1: NAME AND ADDRESS**

1.1 The organisation shall be known as 'The Singapore Indian Fine Arts Society' (hereinafter called "the Society") and shall be situated at No 2A Starlight Road, Singapore 217755 or at such other address as the Management Committee may decide from time to time.

## **ARTICLE 2: OBJECTS**

2.1 The Objects of the Society is -

- (1) to promote and strengthen the classical traditions, aesthetics and values in Indian Fine Arts in Singapore;
- (2) to promote appreciation by Singaporeans of the artistic achievements of Indian culture through high quality performances and displays of Indian Fine Arts and
- (3) to develop the Society as a centre of excellence in the teaching and the performance of Indian Fine Arts in Singapore.

2.2 The teaching objectives of the Society shall include teaching of the classical traditions of Indian Fine Arts with particular emphasis on the young;

2.3 The performance objectives of the Society shall include the promotion of Singapore through its productions as a regional centre for the performance and display of Indian Fine Arts.

## **ARTICLE 3: MEMBERSHIP**

3.1 There shall be 4 types of members: life, ordinary, corporate and honorary.

3.2 Life and ordinary membership shall be open to all persons of 18 years of age and above, except employees of the Society.

3.3 The rights of membership of a member shall be suspended when the member becomes an employee of the Society. On the member ceasing to be such employee the rights of membership shall be restored to the member.

3.4 Corporate membership will be open to all registered societies, associations, firms and companies.

## **ARTICLE 4: HONORARY MEMBERSHIP**

4.1 The Management Committee may invite any person who has rendered distinguished service to the Society in particular, or to Fine Arts in general to become an honorary member of the Society. Such member shall enjoy all the privileges of life and ordinary members but shall not be eligible to hold office or vote at meetings.

## **ARTICLE 5: PATRONS**

5.1 The Management Committee may invite distinguished persons to be patrons of the Society. All patrons shall be deemed to be honorary members.

## **ARTICLE 6: RIGHTS AND PRIVILEGES**

6.1 Life and ordinary members and representatives of corporate members shall have the right to vote and to hold office. Each representative of a corporate member shall be entitled to one vote.

6.2 A member entitled to attend and vote at an annual general meeting or extraordinary general meeting shall be entitled to appoint a proxy to attend and vote in his stead. A proxy must be a member of the Society.

6.3 All members shall be entitled to such concessional rates of admission to all performances sponsored or produced by the Society as the Management Committee may consider fit.

6.4 Members of the Society shall have the right of inspecting the books of records and records of the Society on giving 7 days' notice in writing to the Honorary Secretary.

#### **ARTICLE 7: SUBSCRIPTIONS**

7.1 Subscriptions for ordinary and corporate membership shall become due on 1st January each year and the amount of such subscriptions shall be determined by the Management Committee.

#### **ARTICLE 8: ARREARS**

8.1 A member whose subscription is in arrears for 3 months shall be notified of the fact in writing to his last known address and if he does not pay up the arrears within 30 days of the posting of that notice on the notice board of the Society he shall cease to be a member on being so notified by the Management Committee.

8.2 A member who has ceased to be a member under Article 8.1 may be readmitted by the Management Committee on payment of all arrears due.

#### **ARTICLE 9: RESIGNATION**

9.1 A member shall notify the Honorary General Secretary in writing of his intention to resign and shall at the same time pay up any arrears of subscription or other dues. The Honorary General Secretary shall submit all such resignations to the Management Committee.

9.2 A member wishing to rejoin after having resigned shall be treated as a new applicant.

#### **ARTICLE 10: EXPULSION**

10.1 A member or office-bearer whose conduct is found by the Management Committee to be prejudicial to the interests of the Society, may be expelled by a resolution carried by a majority of three-fourths of the members of the Management Committee, who shall give the member or office-bearer the right to be heard before voting on the resolution.

10.2 A member or office-bearer expelled under Article 10.1 shall have the right to appeal to an Annual or Extraordinary General Meeting provided that the member or office-bearer so expelled gives written notice of such appeal to the Honorary General Secretary within one month of the notification of the, expulsion. The Honorary General Secretary shall forthwith refer the appeal to an Annual or Extraordinary General Meeting, as the case maybe, to hear the appeal and the expulsion shall not become effective until after the expiration of the period limited for the giving of the notice of appeal or the confirmation of the expulsion by the Annual or Extraordinary General Meeting whichever is the later.

10.3 A member or office-bearer expelled under Article 10.1 shall not be eligible to be a member of or to hold office in the Society for a period of one year from the date of expulsion.

10.4 No appeal shall lie from any decision of the Management Committee or a General Meeting to any court of law.

#### **ARTICLE 11: CHANGE OF ADDRESS**

11.1 Every member shall notify the Honorary General Secretary of any changes in his address. All communications to a member shall be deemed to have been duly served if despatched to the address last notified by him.

#### **ARTICLE 12: ANNUAL GENERAL MEETING**

12.1 The Annual General Meeting shall be held not later than 3 months after the end of each financial year i.e. not later than 30 September in each year –

- (a) to confirm and approve the minutes of the last Annual General Meeting and to consider matters arising therefrom;
- (b) to confirm and if approved, pass the audited accounts and the report of the Management Committee for the past year;
- (c) to consider any question of which at least 7 clear days notice in writing shall have been received by the Honorary General Secretary;
- (d) to elect a Management Committee for a term of 2 years;
- (e) to appoint auditors;
- (f) to elect 3 Trustees who shall serve until their services are terminated by a simple resolution at an AGM of the Society; and
- (g) to consider any resolutions of which at least 7 clear days notice shall have been received by the Honorary General Secretary. Each life, ordinary and corporate member shall be provided with a copy of the agenda, the Annual Report and the audited accounts at least 14 days before the Annual General Meeting.

### **ARTICLE 13: EXTRAORDINARY GENERAL MEETING**

- 13.1 All meetings of members of the Society, other than Annual General Meetings, shall be called Extraordinary General Meetings.
- 13.2 Extraordinary General Meetings of the Society to consider any special matter shall be called by the Honorary General Secretary on the direction of the Management Committee.
- 13.3 The Management Committee shall call an Extraordinary General Meeting to be convened within a month of the receipt of a written requisition signed by at least 20 life, ordinary or corporate members specifying the purpose of the meeting. If, however, within half an hour of the time fixed for the Extraordinary General Meeting a quorum be not present the meeting shall be abandoned. No other Extraordinary General Meeting shall be requisitioned for the same purpose for at least 6 months from the date of the abandoned meeting. This Article shall not apply to an Extraordinary General Meeting convened under Article 13.2.
- 13.4 At an Extraordinary General Meeting only such specific matters for the consideration of which the meeting was convened, shall be considered.

### **ARTICLE 14: QUORUM FOR ANNUAL OR EXTRAORDINARY GENERAL MEETING**

- 14.1 The quorum for an Annual or Extraordinary General Meeting shall be one quarter of the total membership. If, however, at the time for which an Annual or Extraordinary General Meeting has been called, except an Extraordinary General Meeting convened under Article 13.2 or 13.3 a quorum be not present, the meeting shall be adjourned for half an hour whereafter the number of members present shall constitute a quorum but they shall have no power to amend any of the existing rules in the constitution.

### **ARTICLE 15: BOARD OF ADVISERS**

- 15.1 There shall be a Board of Advisers consisting of not more than 6 prominent persons who have made or could make significant contributions to the promotion of Indian Fine Arts in Singapore and/or to the management of the objectives of the Society.
- 15.2 The members of the Board of Advisers of whom the President of the Society shall be one, shall be appointed by the Management Committee for a term of 2 years
- 15.3 The role of the Board of Advisers shall be to provide guidance on general or specific matters to the Society as and when invited to do so by the Management Committee from time to time and to promote the image of the Society in Singapore and internationally.
- 15.4 The Board of Advisers shall meet not less than twice a year. The Chairmen of the Sub-Committees of the Society shall also attend all meetings of the Board of Advisers when invited to do so.

15.5 It shall be the responsibility of the Honorary General Secretary of the Society to call meetings of the Board of Advisers.

15.6 Members of the Board of Advisers who are not members of the Society shall have no rights to vote in the Society.

#### **ARTICLE 16: PERFORMANCE COMPANY**

16.1 The functions of the Society concerning the production of concerts, plays, dances, dramas and art shows shall henceforth be separated from its teaching functions.

16.2 The Society shall, at the earliest convenient time, incorporate a Performance Company to undertake high quality productions and/or performances in all traditions and fields of Indian dance, drama, plays, musical recitals and concerts.

16.3 The Society's nominees to the Board of Directors of the Performance Company must be members of the Society.

16.4 The Society shall acquire a controlling interest in the said Company.

16.5 One of the objectives of that Company shall be to build an audience base for the Indian performing arts which would benefit the teaching functions of the Society.

16.6 The adoption of the first Memorandum and Articles of Association of the Performance Company and subsequent amendments to the Memorandum and Articles of Association should be approved at an Annual General Meeting or an Extraordinary General meeting to be held solely for this Purpose.

16.7 The structure of the said company and its objectives shall as far as possible accord with the recommendations in that regard of the Report of the Special Review Committee appointed by the Society in October 1995 as it relates to that Company. A copy of the said Report shall be available at all times to members at the office of the Society.

#### **ARTICLE 17: THE ACADEMY**

17.1 The teaching functions of the Society shall be carried out by the Academy to be constituted by the Society. It shall work in tandem with the Academy Subcommittee.

17.2 The Academy shall function under the control of the Management Committee of the Society. Such control may be exercised through a full-time Chief Executive Officer to be appointed by the Management Committee. The Chief Executive Officer shall be accountable to the Management Committee for all matters relating to the administration of the Academy.

17.3 It shall be the aim of the Academy to strengthen Indian traditions, values and aesthetics by evolving as a centre of excellence for the teaching of Indian Fine Arts in Singapore.

17.4 The policies of the Academy shall be formulated by the Management Committee. In formulating such policies, the Management Committee shall receive recommendations from the Sub-Committees.

17.5 Notwithstanding anything to the contrary contained in this Constitution the Academy shall be responsible for the planning, administration and organisation of all programmes and events involving pupils and tutors including

- (1) Academy Day;
- (2) Mummoorthigal Vizha;
- (3) in-house music and dance and drama performances by the staff and students of the Academy and visiting artistes;

- (4) music or dance performances on the invitation of community organisations or on television and radio;
- and
- (5) arangetrams by students and graduates.

## **ARTICLE 18: MANAGEMENT COMMITTEE**

18.1 The management of the Society shall be vested in the Management Committee which shall comprise:

- a President,
- 6 Vice-Presidents
- an Honorary General Secretary,
- an Honorary Assistant Secretary,
- an Honorary Treasurer,
- an Honorary Assistant Treasurer, and
- 4 Committee Members.

18.2 Each committee member shall hold office for a term of two (2) years. All office-bearers, except the Honorary Treasurer and Honorary Assistant Treasurer, may be re-elected to the same or related post for a consecutive term of office.

18.3 Committee Meetings

- (1) The Management Committee shall meet at least once in 2 months and the Honorary General Secretary shall give one week's notice of such meetings to the Management Committee members. The President may call special meetings of the Management Committee by giving 3 days notice.
- (2) Every Sub-Committee shall meet at least once a month. The Honorary General Secretary shall give not less than 7 days notice of each such meeting to the members of the Sub-Committee.

18.4 Quorum for Committee Meetings

- (1) The quorum for the Management Committee meetings and Sub-Committee meetings shall be half plus one of the number of members of each Committee.
- (2) A member of the Management Committee or a Sub-Committee absenting himself from 3 consecutive meetings without satisfactory reason shall cease to be a member of that Committee or Sub-Committee and the vacancy shall be filled by the Management Committee in accordance with Article 20 (b).
- (3) Any change in the Management Committee shall be notified to the Registrar of Societies and the Commissioner of Charities within two (2) weeks of the change

## **ARTICLE 19: ELECTIONS**

19.1 Nominations for elections to the Management Committee shall be on a prescribed form and shall reach the Hon General Secretary not less than 7 clear days before the Annual General Meeting.

19.2 All nominations shall be put to vote at the Annual General Meeting. Voting shall be by ballot.

19.3 Members who have not been on the rolls for at least 3 clear months before a General Meeting shall not be eligible to be elected to any office.

## **ARTICLE 20: DUTIES & POWERS OF THE MANAGEMENT COMMITTEE**

20.1 The duties and powers of the Management Committee shall be:

- (a) to organise and supervise the activities of the Society and to make decisions on matters affecting the running of the Society;
- (b) to fill vacancies in the Management Committee or any Sub-Committees;
- (c) to expel members or office-bearers pursuant to the provisions of Article 10;
- (d) to accept or decline donations on behalf of the Society;
- (e) to present a report of the activities and the financial position of the Society to the Annual General Meeting;
- (f) to frame and enforce by-laws if any passed by the Management Committee from time to time;

- (g) to authorise two of its members of which one shall be an office-bearer to sign contracts and or agreements relating to the activities of the Society and
- (h) to decide on any other matter not covered by this Constitution.

## **ARTICLE 21: DUTIES & POWERS OF OFFICEBEARERS**

### **21.1 President**

(1) The President or in his absence one of the Vice-Presidents appointed by him shall preside at all Annual and Extraordinary General Meetings and Management Committee and General Meetings. In the absence of the President and the Vice-President, a chairman shall be elected from among those members present at the meeting. The President, Vice-President or Chairman as the case may be, shall have a casting vote in addition to his own.

### **21.2 Vice-Presidents**

(1) Each Vice-President shall preside over and be responsible to the Management Committee for the work assigned under these Rules to his respective Sub-Committee under this Constitution.

### **21.3 Honorary General Secretary**

(1) The Hon General Secretary shall generally act under the direction of the Management Committee.

(2) He shall

- (i) co-ordinate the work of the Sub-Committees and the Performance Company;
- (ii) conduct the correspondence of the Society;
- (iii) keep and maintain an up-to-date list of members and office-bearers of the Society;
- (iv) report all matters affecting the welfare of the Society to the Management Committee for necessary action;
- (v) prepare the Annual Report of the Society to be presented at the Annual General Meeting; and
- (vi) in consultation with the President take decisions and act in an emergency. Any such decision shall be submitted for ratification at the next meeting of the Management Committee.
- (vii) be responsible for the recordings of all meetings of the Society.

### **21.4 The Honorary Assistant Secretary**

(1) The Honorary Assistant Secretary shall assist the Honorary General Secretary in the performance of the latter's duties and functions.

(2) He shall carry out any other duties or functions that may be entrusted to him by the Management Committee.

### **21.5 The Honorary Treasurer**

(1) The Honorary Treasurer shall –

- (i) sit as a member of the Finance Sub-Committee;
- (ii) receive and have charge of the finances of the Society and shall disburse the same under the direction of the Finance Sub-Committee;
- (iii) keep full and correct accounts and submit statements of receipts and payments, arrears of subscriptions and other dues and outstanding liabilities at each monthly meeting of the Finance Sub-Committee;
- (iv) bank all moneys received without delay. He shall not keep at any time more than \$2,000/- in cash for sundry expenses of the Society; and
- (v) prepare proper statements of income and expenditure and balance sheet for submission to the Auditor at the end of each financial year;

### **21.6 The Honorary Assistant Treasurer**

(1) The Honorary Assistant Treasurer shall:

- (i) sit as a member of the Finance Sub-Committee;
- (ii) assist the Honorary Treasurer in the performance of his duties and functions; and
- (iii) carry out any other office duty or function that may be entrusted to him by the Management Committee.

## **ARTICLE 22: SUB-COMMITTEES**

22.1 Subject to the overall supervision of the Management Committee, the activities of the Society other than those assigned to the Performance Company shall be undertaken by the following Sub-Committees:

- (1) Finance Sub-Committee;
- (2) Building Fund and Construction Sub-Committee;
- (3) Administration Sub-Committee;
- (4) Publicity Sub-Committee; and
- (5) Academy Sub-Committee.

22.2 Every sub-committee shall have not less than 4 members who shall be appointed by the Management Committee. At all meetings of the sub-committee a Vice-President of the Society shall be ex-officio Chairman.

22.3 There shall be a Vice-President in charge of the Performing Company. He shall also be its Chief Executive Officer.

## **ARTICLE 23: TERMS OF REFERENCE OF THE SUB-COMMITTEES**

23.1 Finance Sub-Committee (Chaired by the Vice-President, Finance)

- (1) The Finance Sub-Committee shall manage the financial affairs of the Society with prudence in order to achieve self-financing capability.
- (2) It shall review the annual budget of the Society for the ensuing year and submit it to the Management Committee for approval.
- (3) It shall analyse actual expenditure against budgets, variances and obtain explanations for such variances where necessary.
- (4) It shall evaluate and make recommendations on request for capital expenditure and significant operating expenditure which is not budgeted for.
- (5) It shall ensure the proper collection of all fees, rents and other money due to the Society.

23.2 Building Fund and Construction Sub-Committee (Chaired by the Vice-President, Building and Construction)

- (1) As it is a major pre-occupation of the Society to improve its physical amenities by building a modern auditorium and ancillary facilities, the Building- Fund and Construction Sub-Committee shall be charged with the responsibility of raising the required funds and to build the said amenities.
- (2) Notwithstanding anything to the contrary in this Constitution the money and funds standing to the credit of the Building Fund in the Accounts of the Society shall not be used for any of the other purposes of the Society, unless approved otherwise by the general meeting of Members.

23.3 Administration Sub-Committee (Chaired by the Vice-President, Administration)

- (1) This Sub-Committee shall generally oversee the administrative and personnel management functions in order to ensure high standards of professionalism in the management of the Society.
- (2) It shall be responsible for the recruitment, appointment and welfare of the staff and shall administer the terms and conditions of service of such staff.
- (3) It shall review from time to time the terms and conditions of service of the staff and conduct annual review of staff remuneration and incentive schemes with the view to making recommendations to the Management Committee on annual adjustments.
- (4) It shall also oversee the maintenance of the premises and property of the Society.
- (5) It will liaise with the Academy Sub-Committee in respect of all staff matters relating to the Academy.

23.4 Publicity Sub-Committee (Chaired by the Vice-President, Publicity)

- (1) This Sub-Committee shall be responsible for the development and administration of an effective public relations and publicity programme consistent with the mission, aims and objectives of the Society.
- (2) It shall define, promote and strengthen the image of the Society and in this regard formulate guidelines, criteria and policies to be adopted by the Management Committee for the promotion of the principal activities of the Society.

(3) It may engage advisers, consultants and professionals as may be required to assist the public relations and publicity activities of the Society.

(4) It shall be responsible for the preparation of newsletters, brochures and publicity material of the Society and promote regular media coverage of the Society and its activities.

### 23.5 Academy Sub-Committee (Chaired by the Vice-President, Academy)

(1) This Sub-Committee shall oversee the comprehensive development and implementation of the curriculum of the Academy.

(2) It shall review and evaluate the curriculum of the Academy and standardise its implementation.

(3) It may, where necessary, engage consultants to assist in the review of the curriculum.

(4) In formulating the curriculum it shall ensure that the curriculum is sufficiently flexible to satisfy the varied needs of the Society's clientele, including those whose primary interest is in the appreciation of Indian Fine Arts.

(5) It shall be responsible for the conduct of examinations and conferment of degrees, diplomas and awards.

## **ARTICLE 24: FINANCIAL YEAR**

24.1 The financial year shall be from 1 July to 30 June.

## **ARTICLE 25: TRUSTEES**

25.1 If the Society at any time acquires immovable properties, such properties shall be vested in trustees subject to a declaration of trust.

25.2 Any trustee may at any time resign from his trusteeship. If a trustee dies or becomes a lunatic or of unsound mind, moves permanently or is absent from the Republic of Singapore for a period of more than one (1) year, he shall be deemed to have resigned from his trusteeship. If a trustee is guilty of misconduct of such a kind as to render it undesirable that he continues as a trustee, a General Meeting may remove him from his trusteeship.

25.3 The trustees shall be elected by a General Meeting of Members, but the number shall not be greater than four (4) or less than two (2). They shall not effect any sale or mortgage of property without the prior approval of the General Meeting of Members.

25.4 Notice of any proposal to remove a trustee from his trusteeship or to appoint a new trustee to fill a vacancy must be given by posting the same on the notice board in the Society's premises at least two (2) weeks prior to the General Meeting at which the proposal is to be discussed. The result of such General Meeting shall thereafter be notified to the Registrar of Societies and the Commissioner of Charities.

25.5 Names of trustees, addresses of immovable properties and any subsequent change shall be notified to the Registrar of Societies and the Commissioner of Charities.

## **ARTICLE 26: FUNDS**

26.1 All moneys shall be deposited to the credit of the Society in a bank or banks as decided by the Management Committee. Cheques shall be signed jointly by the Hon Treasurer or the Hon Assistant Treasurer and the President or, in the absence of the President, by any one of the Vice-Presidents or the Hon General Secretary.

## **ARTICLE 27: AUDITORS**

27.1 A firm of Public Accountants shall be appointed as auditors of the Society at each Annual General Meeting. The firm may be reappointed as auditors for the ensuing year unless 7 clear days notice prior to the Annual General Meeting of a proposal to change the auditors shall have been received by the Hon General Secretary which will be put to vote at the Annual General Meeting. Any casual vacancy in the position of auditors during the year shall be filled by the Management Committee for that year.

## **ARTICLE 28: AMENDMENT OF CONSTITUTION**

28.1 No alterations or additions to this Constitution shall be made except by a two thirds majority vote of members present and voting at an Annual or Extraordinary General Meeting provided at least 14 clear days' notice of the proposed amendments shall have been given to the members. Amendments to this Constitution shall not become effective without the prior sanction of the Registrar of Societies and the Commissioner of Charities.

## **ARTICLE 29: PROHIBITION**

29.1 The Society shall not attempt to restrict or in any other manner interfere with trade or prices or engage in any trade union activity as defined in the Trade Unions Act (Chapter 333 of the 1985 revised edition of the Statutes of the Republic of Singapore).

29.2 The Society shall not indulge in any political activity or allow its funds and/or premises to be used for political purposes.

29.3 Gambling of any kind, excluding the promotion or conduct of a private lottery which has been permitted under the Private Lotteries Act Cap 250, is forbidden on the Society's premises. The introduction of materials for gambling or drug taking and of bad characters into the premises is prohibited.

29.4 The funds of the Society shall not be used to pay the fines of members who have been convicted in court of law.

29.5 The Society shall not hold any lottery, whether confined to its members or not, in the name of the Society or its office-bearers, Committee or members unless with the prior approval of the relevant authorities.

29.6 The Society shall not raise funds from the public for whatever purposes without the prior approval in writing of the Assistant Director Operations, Licensing Division, Singapore Police Force and other relevant authorities.

## **ARTICLE 30: DISSOLUTION**

30.1 The Society shall not be dissolved, except with the consent of not less than two-thirds of the total life and Ordinary members of the Society for the time being resident in Singapore expressed, either in person or by proxy, at an Annual or Extraordinary General Meeting convened for the purpose or by postal vote.

30.2 In the event of the Society being dissolved as provided in Article 30.1 all debts and liabilities legally incurred on behalf of the Society shall be duly discharged and the remaining funds shall be donated to any public educational institution which is registered under the Charities Act as may be decided by the General Meeting convened for the purpose of the dissolution.

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

## **ARTICLE 31: DISPUTES**

31.1 In the event of any dispute arising amongst members, they shall attempt to resolve the matter at an Extraordinary General Meeting in accordance with this Constitution. Should the members fail to resolve the matter, they may bring the matter to a court of law for settlement.

## **ARTICLE 32: INTERPRETATION**

32.1 In this Constitution-

- (1) the masculine gender shall include the feminine gender and vice versa; and
- (2) the singular shall include the plural and vice versa.

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**As Approved by Registrar of Societies letter -  
Ref: ROS 0110/1949 CAS, dated 19.12.2005  
As Approved by Commissioner of Charities letter-  
Ref: 8/K/48/12041-C/KSKT, dated 23.02.2006  
Charity Registration Number: 1935  
Effective Date of Registration 23.02.2006**

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