

For Societies

Subject	Basic Requirements on Standard Rules and Clauses
1. Objectives and Incidental Clauses	The objects must be exclusively charitable and must also be clearly and concisely stated. Any power to carry out activities as means to further the organisation's main objectives (e.g. to raise funds, to conduct seminars and events etc.) should be provided under an incidental clause.
2. Governing Board Members/ Management Committee Members	There should be at least 3 governing board members. These include Board Members, Management Committee Members, Directors and Trustees*. The duties, terms of office, appointment and removal procedures of the governing board members should be specified in the governing instrument. It should also state that the Commissioner of Charities or the respective Sector Administrator should be notified of any change in the governing board members.
The rules/ clauses should read as or similar to the following:	
3. Quorum for Meeting	<p>For General Meetings: "At least 25% of the total voting membership or thirty (30) voting members, whichever is the lesser, present at a General Meeting shall form a quorum."</p> <p>"In the event of there being no quorum at the commencement of a General Meeting, the meeting shall be adjourned for half an hour and should the number then present be insufficient to form a quorum, those present shall be considered a quorum, but they shall have no power to amend any part of the existing Constitution."</p>
	<p>For Committee Meeting: "At least half (½) one third (1/3) of the Committee Members must be present for its proceedings to be valid."</p>
4. Management and Committee	<p>"Any changes in the Committee shall be notified to the Registrar of Societies and the Commissioner of Charities within two (2) weeks of the change."</p>
	<p>"The Committee shall have the power to remove the Committee member who is appointed by the Committee before the expiration of his period of office and may appoint another person in his stead." <i>(This is to ensure that the Committee is able to remove the Committee member that it has appointed.)</i></p>

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5. Conflict of Interest Clauses	<p>“Where a conflict of interest arises at a Management Committee meeting, the Management Committee member concerned should not vote on the matter nor participate in discussions.</p> <p>He or she should also offer to withdraw from the meeting, and the other Management Committee members should decide if this is required.”</p>
6. Duties of Office-Bearers	<p>“Cheques, etc. for withdrawals from the bank will be signed by the Treasurer and at least one other person as delegated by the Committee (e.g. either the President or the Vice President or the Secretary).”</p> <p><i>Note: the Society may choose to have other clauses with similar effect as the above.</i></p>
7. Term Limit for Treasurer	<p>“The Treasurer shall not hold the same office for more than four consecutive years. Re-appointment of the outgoing Treasurer may be considered after a lapse of at least two years.”</p>
8. Trustees	<p>“The trustees of the Society shall not effect any sale or mortgage of property without the prior approval of the General Meeting of members.”</p>
	<p>“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 it on the notice board in the Society's premises at least two (2) weeks before the General Meeting at which the proposal is to be discussed. The result of such General Meeting shall then be notified to the Registrar of Societies and Commissioner of Charities.”</p>
	<p>“The address of each immovable property, name of each trustee and any subsequent change must be notified to the Registrar of Societies and Commissioner of Charities.”</p>

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9. Amendments to Constitution	<p>"No alteration or addition/deletion to this Constitution shall be made except at a General Meeting and with the consent of two-thirds (2/3) of the voting members present at the General Meeting, and they shall not come into force without the prior sanction of the Commissioner of Charities and Registrar of Societies."</p>
10. Dissolution/ Cessation of Charity Status	<p>"The Society shall not be dissolved, except with the consent of a majority of the total voting membership of the Society for the time being resident in Singapore expressed, either in person or by proxy, at a General Meeting convened for the purpose."</p> <p><i>Note: the Society may choose to stipulate a specific percentage/fraction of votes required for such consent, provided always that the stipulated percentage/fraction is greater than 50%/one-half.</i></p>
	<p>"In the event of the Society being dissolved as provided above, or in the event the society ceases to be a registered charity under the Charities Act, all debts and liabilities legally incurred on behalf of the Society shall be fully discharged, and the remaining funds will be donated to charitable organization(s), or Institution(s) of a Public Character, when the Society is an Institution of a Public Character, as the case may be, with similar objectives in Singapore which is(are) registered under the Charities Act, as the members of the Society may determine at the General Meeting."</p>
	<p>"A Certificate of Dissolution shall be given within seven (7) days of the dissolution to the Registrar of Societies and Commissioner of Charities."</p>

* Applicable only for charities set up as Trust.