

## **CONSTITUTION OF PAVEMENT ENGINEERING SOCIETY (SINGAPORE)**

### **Name**

- 1.0** This society shall be known as the "**Pavement Engineering Society (Singapore)**" hereinafter referred to as "the Society".

### **Place of Business**

- 2.0** The Society's place of business shall be at "No. 25E Sungei Kadut Street 1, Singapore 729333", or at such other address as may subsequently be decided upon by the council of the Society (the "Council") and approved by the Registrar of Societies. The Society shall carry out its activities only in places and premises which have the prior written approval from the relevant authorities, where necessary.

### **Objects**

- 3.0** The Society's objects are to:-
- a) Provide a forum for the exchange of ideas and information among professionals in the pavement industry;
  - b) Improve pavement technology and skills;
  - c) Achieve a broader recognition of professionals in the pavement industry;
  - d) Promote a positive image of professionals in the pavement industry to the general public; and
  - e) Serve effectively in the national interest as an organised professional body.

### **Membership**

- 4.0** The Society shall consist of the following categories of membership who unless otherwise stated shall be entitled to one vote each at the General Meetings of the Society:-

**a) Ordinary Members**

Ordinary Membership shall be open to persons:

- i) Who have passed the prescribed Membership Examination of the Society, or are engineering graduates of a university, polytechnic or in Possession of an equivalent qualification recognised by the Council; or
- ii) Whose aggregate engineering training and experience is not less than 3 years, 2 years of which shall have been in a responsible position in the profession and have satisfied the Council that they have attained such standards of professional proficiency as set by the council and that they are worthy of election as Ordinary Members; or

iii) Who have had suitable education and training as qualified professionals and at least 15 years employment in positions of full responsibility in the design and execution of important engineering work and have satisfied the Council that they are worthy of election as ordinary Members.

**b) Corporate Members**

Companies, organisations or bodies corporate in the engineering sector that are associated with and desirous of participating. In the society's activities may, subject to the approval of the Council, be admitted as Corporate Members.

A Corporate Member shall nominate from its directorial staff a representative ("Corporate Member's Representative") and an alternate representative ("Corporate Member's Alternate Representative") to represent the Corporate Member. The acceptance of the Corporate Member's nomination of its Representative or Alternate Representative shall be at the sole discretion of the Council. A Corporate Member's vote shall be exercisable by the Corporate Member's Representative or in his absence by the Corporate Member's Alternate Representative.

**c) Fellows**

Fellows shall be persons:

- i) Who have been Members of the Society for a period of not less than ten (10) years, or in special instances for such shorter period as the Council may approve, provided that in the case of candidates who possess the qualifications for election to Membership, the Council may waive requirement of their having been Ordinary Members of the Society; or
- ii) Have at least ten (10) years experience in a senior management position in pavement engineering or of equivalent standing and have satisfied the Council that they are worthy of election as Fellows of the society.

**d) Honorary Fellows**

Honorary fellows shall be non-Members of the Society of considerable experience and extraordinary accomplishment or service to the community in the area of pavement engineering. Membership as Honorary Fellows is by invitation and is bestowed by the Society as a special honour. Honorary Fellows are not entitled to any voting rights and they shall not hold office in the Council.

**e) Student Members**

Student Members shall be who persons are undergoing full-time engineering courses in a recognised university or polytechnic. Student Members are not entitled to any voting rights, and they shall not hold office in the Council.

**f) Associate Members**

Associate Members shall be persons who:

- i) Do not satisfy the criteria as an ordinary Member; or
- ii) Although eligible, do not wish to apply for admission as an Ordinary Member, but wish to participate in the activities of the Society. Associate Members are not entitled to any voting rights, and they shall not hold office in the Council.

**g) Honorary Members**

Non-members who in the opinion of the Council have added prestige and advanced the interest of the Society will be conferred the status of an Honorary Member of the Society. Honorary Members are not entitled to any voting rights and they shall not hold office in the Council.

**5.0** The following categories of Members of the Society may use their respectively stated abbreviations after their names on their business cards, letterheads, etc:

Honorary Fellow	:	HF.PES
Fellow	:	F.PES
Corporate Member	:	CM.PES
Honorary Member	:	HM.PES
Ordinary Member	:	M.PES

Associate Members and Student Members will not use their membership in the Society in this form.

**6.0** A person wishing to join the Society should submit his particulars to the Honorary Secretary in a prescribed form in accordance with the categories of Membership applying for. The Council, whose decision shall be final, will decide on the application for membership.

**Entrance Fees, Subscription and Other Dues**

**7.0** Subject to article 9.0 hereinafter, an entrance fee of \$20 is payable within one calendar month of election to membership, in default of which membership may be cancelled by

order of the Council.

**8.0** An annual subscription fee is payable as follows:-

a)	Ordinary Member	\$50
b)	Corporate Member	\$500
c)	Fellow Member	\$200
d)	Student Member	\$12
e)	Associate Member	\$40

**9.0** There shall be no entrance fee for Student Members, Honorary Fellows and Honorary Members.

**9.1** There shall be no annual subscription fee for Honorary Fellows and Honorary Members.

**10.0** The annual subscription fee is payable in advance on the first working day of the year. If a Member falls into arrears with the payment of his annual subscription fees or other dues, he shall be so informed immediately by the Honorary Treasurer. If he fails to settle his arrears within two months of their becoming due, the President may order that his name be posted on the Society's notice board and that he be denied all privileges of membership until full settlement of his arrears. If he fails to settle his arrears after two months, he shall be given a reminder to pay within a 3 months' period. If he falls into arrears for more than a year, he shall be given a notice to pay up the arrears within two months failing which he shall upon the date of expiry of such notice automatically cease to be a Member of the Society, and the Council may take legal action against him provided that they are satisfied that he has received due notice of his debts.

**11.0** Any additional fund required for special purposes may only be raised from Members with the consent of the General Meeting of the Members.

### **Supreme Authority and General Meetings**

**12.0** The supreme authority of the Society is vested in a General Meeting of the Members presided over by the President of the Society.

**13.0** An Annual General Meeting be held (" AGM") shall annually in the month of February.

- 14.0** At other times, an Extraordinary General Meeting ("EGM") shall be called by the President at the request in writing of at least 25% of the voting Members and may be called at anytime by order of the Council. The notice in writing shall be given to the Honorary Secretary setting forth the business that is to be transacted. The EGM shall be convened within two months from receiving the request to convene the EGM.
- 15.0** If the Council does not within two months after the date of the receipt of the written request proceed to convene the EGM as requested, the Members who requested for the EGM shall convene the EGM by giving not less than 10 days' notice to voting Members setting forth the business to be transacted and simultaneously posting the agenda on the Society's notice board.
- 16.0** At least fourteen (14) days notice shall be given of an AGM and at least ten (10) days notice of an EGM. Notice of a General Meeting stating the date, time and place of the General Meeting shall be sent by the Honorary Secretary to all voting Members. The particulars of the agenda shall be posted on the Society's notice board at least four days in advance of the General Meeting.
- 17.0** The following points will be considered at the AGM:
- i) The previous financial year's accounts and annual report of the Council; and
  - ii) Where applicable the election of office bearers and Honorary Auditors for the following term.
- 18.0** Any Member who wishes to place an item on the agenda of a General Meeting may do so provided he gives notice to the Honorary Secretary at least one week before the General Meeting is due to be held.
- 19.0** At least twenty-five per cent (25%) of the total voting membership or thirty voting Members whichever is the lesser of the Society present at a General Meeting shall form a quorum.
- 20.0** In the event of there being no quorum at the commencement of a General Meeting, the General 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 of the existing Rules in this Constitution.

## **Management and Council**

**21.0** The administration of the Society shall be entrusted to a Council consisting of the following to be elected at alternate Annual General Meeting:

A President  
A Vice President  
An Honorary Secretary  
An Assistant Honorary Secretary  
An Honorary Treasurer  
An Assistant Honorary Treasurer  
Nine Ordinary Council Members

The President and the Vice President of the Council of the Society shall be either an Ordinary Member or Fellow of the Society. The other Members of the Council of the Society shall be either an Ordinary Member, Fellow or Corporate Member of the Society.

**22.0** Candidates for election to the 15-member Council shall be proposed and seconded at each alternate Annual General Meeting and election shall follow on a simple majority vote of the Members.

**23.0** Election will be either by show of hands or, subject to the majority agreement of the voting of Members, by secret ballots. In the event of a tie, the Chairman of the General Meeting shall have a casting vote.

**23.1** The elected candidates shall, within a week after Meeting, amongst the General elect themselves the office-bearers as stated in Rule in Meeting first Council the 21.0, convened for the purpose.

**23.2** The Honorary Secretary shall, within a week of the election of the office-bearers, notify Members of the result, either by post or by notice put up on the notice board of the Society.

**23.3** All office-bearers except the Honorary and Assistant Honorary Treasurer, may re-elected to the same or related post for a consecutive term of office..

**24.0** A Council Meeting shall be held at least once a month after (5) days' notice to Council

Members. President may call a Council Meeting at any time by giving five days' notice. At least one half of the council Members shall be present for its proceedings to be valid

- 25.0** Any council Member absenting himself from three consecutive council Meetings without satisfactory explanations shall be deemed to have withdrawn from the Council and a successor may be co-opted by the council to serve until the next AGM.
- 25.1** The President, vice President, Honorary Secretary and the Honorary Treasurer may resign from the Council by giving three months' advance notice in writing to the highest appointment holder not including himself of the Council.
- 25.2** The Assistant Honorary Secretary, Assistant Honorary Treasurer and ordinary Council Members may resign from the Council by giving one month's advance notice in writing to the highest appointment holder not including himself of the Council.
- 25.3** Upon the resignation, death or incapacity of the President, the Vice President shall automatically assume the office of the President. Similarly, upon the resignation, death or incapacity of the Honorary Secretary or the Honorary Treasurer, their respective Assistants shall assume their respective offices. Upon the death, resignation or incapacity of the other Council Members, a successor may be appointed by the Council to serve the remaining term of the outgoing council Member.
- 25.4** Upon the death, resignation or incapacity of more than half of the Council Members elected at the AGM, the council shall be dissolved and a General Meeting shall be called to elect a new Council.
- 25.5** The Registrar of societies shall be notified of any change in the Council within two weeks from the date of such change.
- 26.0** The duty of the Council is generally to organise and supervise the daily activities of the Society and particularly to:
- i) Manage the Society and its facilities;
  - ii) Formulate and execute the general policy of the Society in accordance with provisions of this Constitution, its Rules and Bye-Laws;
  - iii) Disseminate information on the activities of the Society to Members; and
  - iv) Ensure that the Society abides by all relevant Acts of Parliament and such rules, regulations and bye-laws applicable at law.

The Council may not act contrary to the expressed wishes of the General Meeting without prior reference to it and always remains subordinate to the General Meetings. The Council shall carry into effect the intent and decisions made at the General Meetings.

- 27.0** Except as otherwise stated in this clause, the Council is authorized to spend a sum not exceeding two thousand dollars (\$2,000) per month from the Society's funds for the Society's purposes. The Council is authorised to spend a sum not exceeding \$5,000 per annum for seminars, conferences and short courses. Any expenditure for any purpose whatsoever exceeding \$5000 requires the prior approval of the majority of the Members in a General Meeting.

#### **Duties of Office-Bearers**

- 28.0** The President shall act as Chairman at all General and Council Meetings. He shall also represent the Society in its dealings with other persons, agencies, corporations and societies as well as any Government bodies, authorities or agencies.
- 29.0** The Vice-President shall assist the President and deputise for him in his absence.
- 30.0** The Honorary Secretary shall keep all records, except financial, of the Society and shall be responsible for their correctness. He will particularly be responsible for the following:
- (a) To attend, record and keep minutes of all General and Council Meetings;
  - (b) To maintain an up-to-date Register of Members at all times;
  - (c) To keep in safe custody all, except financial, documents and records pertaining to the Society and its administration;
  - (d) To deal with all correspondence on behalf of the society and in keeping with the decisions of the Council;
  - (e) To maintain and update an inventory of assets belonging to the Society and to furnish such inventory to the auditors appointed by the society;
  - (f) To convey the decisions of the Council and to disseminate information of the society's activities through the appropriate channels;
  - (g) To prepare Annual Reports for the General Meeting and to submit all necessary information to the President;
  - (h) To coordinate and carry out all activities of the Society; and
  - (i) To notify the Registrar of Societies within two weeks of any change to the membership of the Council.

- 31.0** The Assistant Honorary Secretary shall assist the Honorary Secretary and deputise for him in his absence.
- 32.0** The Honorary Treasurer shall keep all funds and collect and disburse all monies on behalf of the society and shall keep an account of all monetary transactions and shall be responsible for their correctness and accuracy. He is authorised to expend up to \$500 per month for petty expenses on behalf of the Society. He will not keep more than \$500 in the form of cash and money in excess of this will be deposited in an account with a bank to be named by the Council. Cheques and other negotiable instruments for withdrawals from the bank or payment will be jointly signed by the Honorary Treasurer and either the President, Vice-President or Honorary Secretary, in the respective order of priority. The Honorary Treasurer is particularly responsible for the following:
- (a) To submit a bi-monthly Statement of Accounts to the Council Meeting; \
  - (b) To prepare and submit Annual budgets in respect of the Society's activities;
  - (c) To prepare and submit the Annual Statement of Accounts, namely, the Income and Expenditure Statements and the Balance Sheet for the Council's approval and submission to the Auditors; and
  - (d) To perform any other duties as may be entrusted by the Council.
- 33.0** The Assistant Honorary Treasurer shall assist the Honorary Treasurer and deputise for him in his absence.
- 34.0** Ordinary Council Members shall assist in the general administration of the Society and perform duties as assigned to them by the Council from time to time.
- 35.0** In addition to the duties of an Ordinary Council Member stated in clause 34.0 hereof, an Ordinary Council Member shall attend and participate in the monthly Council and General Meetings. They shall assist in the planning and organization of the activities and special events of the Society. Council Members may individually be called upon to perform duties as and when directed by the Council. Council Members may have to act as chairman of sub-committees as and when directed by the Council from time to time.
- 35.1** The Council may include Members as temporary Council Members to assist in any project from time to time. A temporary Council Member is no\_ entitled to any voting rights in Council Meetings and shall hold office for the tenure of the duration of the project or for such periods as the Council may allow.

### **Audit and Financial Year**

- 36.0** The Council shall appoint a firm of certified Public Accountants at each Annual General Meeting to be Auditors of the Society who will serve for one year only and shall be eligible for re-appointment.
- 36.1** The Auditors will be required to audit the accounts of the Society for each financial year and present a report upon them to the Annual General Meeting. They may be required by the Council to audit the accounts for any period within their tenure of office at any time and make a report to the Council.
- 37.0** The financial year of the Society shall commence on the 1st December and end on the 30th November.

### **Trustees**

- 38.0** If the Society at any time acquires any immovable property, such property shall be vested in trustees subject to a declaration of trust.
- 39.0** The trustees of the Society shall:
- (a) Not be more than four and not less than two in number;
  - (b) Be elected by a General Meeting of Members; and
  - (c) Not effect any sale or mortgage of property without the prior approval of the General Meeting of Members.
- 40.0** The office of the trustee shall be vacated:
- (a) If the trustee dies or becomes a lunatic or of unsound mind;
  - (b) If he is absent from the Republic of Singapore or a period of more than one (1) year;
  - (c) If he is guilty of misconduct of such a kind as to render it undesirable that he continues as a trustee; and
  - (d) If he submits notice of resignation from his trusteeship.
- 41.0** Notice of any proposal to remove a trustee from his trusteeship or to appoint a new trustee to fill a vacancy shall be given by posting it on the notice board in the Society's premises at least two 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.

**42.0** The Registrar of Societies shall be notified of the addresses of immovable properties, names of trustees and any subsequent change thereto.

### **Prohibitions**

**43.0**

- (a) Gambling of any kind, whether for stakes or not, is forbidden on the Society's premises. The introduction of materials for gambling or of drug taking and of bad characters into the premises is prohibited.
- (b) The funds of the Society shall not be used to pay the fines of Members who have been convicted in Court.
- (c) The Society 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.
- (d) The Society shall not attempt to restrict or interfere with trade or make directly or indirectly any recommendation to any arrangement with its Members which has the purpose or is likely to have the effect of fixing or controlling the price or any discount, allowance or rebate relating to any goods or service which adversely affect consumer interests.
- (e) The Society shall not indulge in any political activity or allow its funds and/or premises to be used for political purposes.
- (f) The Society shall not hold any lottery, whether confined to its Members or not, in the name of the Society or its office—bearers, Council or Members unless with the prior approval of the relevant authorities.
- (g) The Society shall not raise funds from the public for whatever purposes without the prior approval in writing of the Director, Criminal Investigation Department and other relevant authorities.

### **Amendments to Rules and By-laws**

**44.0** No addition, deletion or alteration to the Rules shall be made except at a General Meeting, and with the consent of more than one—half of the voting members present at the General Meeting and they shall not come into force without the prior sanction of the Registrar of Societies.

**44.1** The Council may add, delete or alter the Society's By Laws with a simple majority of votes at its meetings.

### **Interpretation**

**45.0** In the event of any question or matter pertaining to day-to-day administration which is not expressly provided for in the Rules, the Council shall have the power to use their own discretion. The decision of the Council shall be final unless it is reversed at a General Meeting of Members.

### **Disputes**

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

### **Dissolution**

**47.0**

- a) The Society shall not be dissolved, except with the consent of not less than two-thirds (2/3rd) of the Members 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.
- b) In the event of the Society being dissolved as provided above, all debts and liabilities legally incurred on behalf of the Society shall be fully discharged and the remaining funds will be disposed of in such a manner as the General Meeting of Members may determine or donated to approved charity or charities in Singapore.
- c) A Certificate of Dissolution shall be given within seven days of the dissolution to the Registrar of Societies.