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# CONSTITUTION

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## ASIAN PROFESSIONAL SECURITY ASSOCIATION (SINGAPORE)

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Amended September 2017

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## **CONSTITUTION OF ASIAN PROFESSIONAL SECURITY ASSOCIATION (SINGAPORE)**

### **1 Name**

- 1.1 This Association shall be known as the “Asian Professional Security Association (Singapore)”, hereinafter referred to as the “Association”.

### **2 Place of Business**

- 2.1 Its place of business shall be at “14, Robinson Road, #08-01A, Far East Finance Building, Singapore 048545”, or such other address as may subsequently be re-decided upon by the Management Committee and approved by the Registrar of Societies. The Association shall carry out its activities only in places and premises which have the prior written approval from the relevant authorities, where necessary.

### **3 Objects**

- 3.1 The Association shall be affiliated to the Asian Professional Security Association (APSA). Its objects are:
- a To encourage, promote, aid in and effect the voluntary interchange among members of the Association of data, information, experiences, ideas and knowledge about methods, processes and techniques relating to the profession of physical and electronic security.
  - b To promote and encourage ethical and professional standards of work at the same time, to maintain and improve the standards of members in the security industry, thus enhancing the status of members.
  - c To conduct and carry on such other related activities as many be necessary, desirable or incidental to gaining recognition of the Association and the attainment of its purposes, including recognition of accomplishments in the field of security within business, industry and government.
  - d To publish, distribute and circulate pamphlets, newsletter, periodicals and other literature on security in furtherance of the objectives and activities of the Association.
  - e To hold conferences, symposia, seminars, forums and training courses for benefits of members or non-members who have vested interest in the security industry.



- f To do all things which are incidental or conducive to the attainment of the above objects.

#### **4 Membership**

4.1 Membership in the Association is opened to individuals in the security service industry who are of high moral character and have demonstrated a high degree of integrity and is also opened to corporate organisations that are legally incorporated/registered in Singapore.

4.2 The membership of the Association shall consist of the following categories:

a Ordinary Members

Ordinary Membership is open to all Singapore Citizens and Singapore Permanent Resident in executive, managerial and or supervisory levels who are engaged in security consultancy services, manufacturing or supplying of security equipment/services, or in position related to loss prevention, risk management and fire and safety duties and responsibilities. An Ordinary Member shall have the right to vote and to hold office in the Association.

b Corporate Members

Corporate Membership is open to all Singapore incorporated or registered companies and statutory boards which provide services relating to security fire and or safety. A Corporate Member shall appoint up to a maximum of three representatives to represent itself in the Association. Each representative shall have one vote and shall not be eligible to hold office in the Association.

c Associate Members

Associate Membership is open to all legally incorporated or registered companies and individuals who have vested interest in security industry or security services related to loss prevention. An Associate Member shall have no rights to vote and to hold office in the Association.

d Honorary Members

Honorary Membership may be conferred by the Management Committee upon any person of acknowledged eminence and any profession or occupation who has made a significantly valuable contribution to the security profession or the attainment of the Association's objective. A Honorary Member shall have no rights to vote and to hold office in the Association.



e Founder Members

The Founder Members of the Association shall be as follows:

Mr Koh Boon Khuang, Albert (Deceased)  
Mr Chew Soon Kin  
Mr Ratan Singh s/o Gurcharan Singh  
Mr Tang Phak Kwong  
Mr Ng Chin Eng Alex  
Mr Tan Boh Liang (Deceased)  
Mr Thambu Thillai Nathan  
Mr Ooi Chin Eah  
Maj Goh Mong Kwang  
Mr Tang Weng Kwai (Deceased)  
Mr Mohamed Ali Bin Abdul Hamid

A Founder Member shall have the rights to vote and to hold office in the Association.

- 4.3 Only members who are above 18 years of age shall have the right to vote and to hold office in the Association.

**5 Application for Membership**

- 5.1 Any person, company or organization who wishes to become a member of the Association shall make an application on a prescribed in accordance with specified procedures determined by the Management Committee.
- 5.2 The Management Committee may, at its discretion, and by way of discussion and vote at a Management Committee meeting, reject the application without assigning any reason.

**6 Entrance Fee, Subscription Fee and Other Dues**

- 6.1 The entrance fee and annual subscription fee shall be payable in full upon application and will be refunded in full if the application is rejected.
- 6.2 The entrance fee and the annual subscription fee for each category of membership may be revised by the General Meeting on recommendation from the Management Committee from time to time.



- 6.3 The annual subscription payable by a member upon joining or renewing his membership will validate the membership of that member for one calendar year. From time to time, the Management Committee may, at its discretion, offer promotions for discounted extended membership terms of up to 5 years
- 6.4 If the application is made before 30 June of that year, the member will be required to pay the full annual fee. Should the application be made on or after 1 July of that calendar year, one and a half times of the annual fee is payable, for that membership year and the following one. Additionally, an administrative fee is payable for new membership applications.
- 6.5 If a member fails to settle his arrears within 4 weeks of their becoming due, the president may order that he be denied the privileges of membership until he settles his account. A three-month grace period will apply for membership renewal. If a member fails to renew his membership within this period, he will automatically cease to be a member and the Committee may at its discretion, bar him from membership, or impose on him the same administrative fee imposed on new members.
- 6.6 Any Ordinary Member who is in arrears of subscription fees shall not stand for election or vote at any General Meeting of the Association.
- 6.7 Any additional fund required for special purposes may only be raised from members with the consent of the General Meeting of members.

## **7 Rights and Benefits of Members**

- 7.1 All members shall receive notifications and circulars pertaining to the affairs and activities of the Association.
- 7.2 All members shall enjoy discounted fee for attending conferences, seminars and forums organised by the Association.
- 7.3 All Ordinary Members, Corporate Members and Founder Members shall be entitled to attend, and vote at all Annual General Meetings and Extraordinary General Meetings.
- 7.4 All Ordinary and Founder Members shall be eligible to stand for election to the Management Committee.

## **8 Cessation of Membership**

### **8.1 Resignation**



Any member wishing to resign as a member of the Association shall give notice in writing addressed to the Hon. Secretary and all fees paid shall be forfeited.

## 8.2 Non-transferability

The membership is not transferable and shall cease upon his death or revocation of security licence or dissolution of the corporate body, firm or partnership.

## 8.3 Expulsion Of Members

- a In case of the conduct of any member shall in the opinion of the Management Committee be injurious to the image of the Association or objectionable in any respect, such member may be required by the Management Committee to resign and if the members so requested shall not resign within seven days, such member shall be expelled by the Management Committee and shall cease to be a member. All payments which have been paid by the member shall thereupon be forfeited.
- b A member expelled under Rule 8.3a shall have the right to appeal to a General Meeting by giving written notice of appeal to the Hon. Secretary within fourteen days from the date of notice of expulsion. The decision of the General Meeting shall be final.

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

- 9.1 The supreme authority of the Association is rested in a General Meeting of the members presided over by the President.
- 9.2 An Annual General Meeting shall be held by September.
- 9.3 At other times, an Extraordinary General Meeting must be called by the Chairman on the request in writing of not less than one-quarter of the total voting membership or according to quorum or for "30 voting members, whichever is the lesser" and may be called at any time by order of the Committee. The notice in writing shall be given to the Secretary setting forth the business that is to be transacted. The Extraordinary General Meeting shall be convened within two months from receiving this request to convene the Extraordinary General Meeting.
- 9.4 If the Committee does not within two months after the date of the receipt of the written request proceed to convene as Extraordinary General Meeting, the members who requested for the Extraordinary General Meeting shall convene



the Extraordinary General Meeting by giving 10 days' notice to voting members setting forth the business to be transacted and simultaneously posting the agenda on the Association's notice board.

- 9.5 At least two weeks' notice shall be given of an Annual General Meeting and at least 10 days' notice of an Extraordinary General Meeting. Notice of meeting stating the date, time and place of meeting shall be sent by the Secretary to all voting members. The particulars of the agenda shall be posted on the Association's notice board four days in advance of the meeting.
- 9.6 Unless otherwise stated in the Constitution, voting by proxy shall not be allowed at any General Meetings.
- 9.7 The following points will be considered at the Annual General Meeting:
- a The previous financial year's accounts and annual report of the Committee.
  - b Where applicable, the election of office-bearers and Honorary Auditors for the following term.
- 9.8 Any member who wishes to place an item on the agenda of a general meeting may do so provided he gives notice to the Hon. Secretary one week before the meeting is due to be held.
- 9.9 At least one-quarter of the total voting membership or 30 voting members, whichever is the lesser, present at a General Meeting shall form a quorum.
- 9.10 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 of the existing Rules.

## **10 Management and Committee**

- 10.1 The administration of the Association shall be entrusted to a Management Committee consisting of the following to be elected every three years in Annual General Meeting.
- a) President  
1st Vice President  
2nd Vice President  
Honorary Secretary  
Assistant Honorary Secretary  
Honorary Treasurer



Assistant Honorary Treasurer  
Up to Seven Ordinary Management Committee Members

- b) All candidates must have been members in good standing for at least one year prior to the election. Additionally, the candidate for the position of Presidency must have served in the current or past 3 terms of the Management Committee
  - c) No more than three (3) elected candidates may be under the employment of the same company or any related entities. In the event that more than 3 candidates offer themselves for election, only the 3 with the highest number of votes will be successfully appointed into the Management Committee.
  - d) The elected Management Committee under the advice of the President may appoint past Presidents to act in the capacity of a Council Advisor to the Association.
- 10.2 Names for the above offices shall be proposed and seconded at the Annual General Meeting and election will follow a simple majority vote of the members. All office-bearers except the Honorary Treasurer or Assistant Honorary Treasurer, may be re-elected to the same or related positions for a consecutive term of office. The term of office of the Management Committee is three years.
- 10.3 Election shall be by secret ballot. In the event of a tie, the President of the meeting shall have a casting vote.
- 10.4 A Management Committee Meeting shall be held at least once every two months after giving fourteen days' notice to Management Committee Members. The President may call for a Management Committee Meeting at any time by giving at least five days' notice. At least half of the Management Committee Members must be present for its proceeding to be valid.
- 10.5 A member of the Management Committee shall cease to be a member of the Management Committee on the following conditions:
- a He/She ceases to be a member of the Association.
  - b He/She is adjudicated a bankrupt.
  - c He/She is found to be unsound mind.
  - d He/She neglects or refuses to comply with any clause of the Constitution of the Association after written advice given by the Management Committee.





- e He/She absents himself/herself from three consecutive meetings without any satisfactory reason in writing.
  - f He/She, by way of career change, is under the employment of a company or related group of companies, which has already met its quota of 3 Management Committee members
- 10.6 The Management Committee shall co-opt a member to fill any causal vacancy arising from rule 10.5. The co-opted member shall serve until the next Annual General Meeting. Any changes in the Management Committee shall be notified to the Registrar of Societies within two weeks of the change.
- 10.7 The duty of the Management Committee is to organise and supervise the daily activities of the Association. The Management Committee may not act contrary to the expressed wishes of the members.
- 10.8 The Management Committee shall have the power to appoint Sub-Committee(s) for special purposes which are considered necessary for proper management and administration or in furtherance of the objectives of the Association.
- 10.9 The Management Committee shall have the power to make, amend, repeat any regulations necessary to ensure the proper management and administration of the Association.
- 10.10 The Management Committee has power to authorise the expenditure of a sum not exceeding S\$10,000.00 per month from the Association's fund for the Association's purposes. For expenditure above S\$10,000.00 prior approval from members shall be obtained at a General Meeting.

## **11 Duties of Office Bearers**

- 11.1 The President shall chair all General and Management Committee Meetings. He shall also represent the Association in its dealings with outside persons and organisations in accordance with regulations as determined by the Management Committee.
- 11.2 The 1<sup>st</sup> Vice President shall assist the President and deputise for him in his absence.

The 1<sup>st</sup> Vice President shall also steer and facilitate the formation of all working sub-committees. He shall monitor the functions of these working sub-committees and report their progress to the President. The 2<sup>nd</sup> Vice-President shall assist him and deputise for him in his absence.



- 11.3 The Honorary Secretary shall keep all records, except for financial, including an up-to-date register for membership and shall conduct the correspondences of the Association. He shall be responsible for convening all General and Management Committee Meetings of the Association and kept minutes of all General and Management Committee Meetings.
- 11.4 The Assistant Honorary Secretary shall assist the Secretary and deputise for him in his absence.
- 11.5 The Honorary Treasurer shall:
- a keep all funds and collect all moneys on behalf of the Association. He shall keep an account of all monetary transactions and shall be responsible for their correctness. He is authorised to expend up to \$300.00 per month for petty expenses on behalf of the Association. He will not keep more that S\$500.00 in the form of cash and money in excess of this will be deposited in a bank named by the Management Committee;
  - b sign all cheques of the Association in conjunction with the President & Assistant Honorary Treasurer or 1<sup>st</sup> Vice President & Honorary Treasurer. The Association's seal shall be affixed for validation.
  - c submit all account book(s) of the Association to the Management Committee for inspection whenever call upon;
  - d submit bi-monthly Statement of Accounts which shall be tabled at the bi-monthly Management Meeting;
  - e be responsible for the preparation of the audited Balance Sheet and Statement of Account. He shall submit on behalf of the Association, a financial report for the year at the Annual General Meeting;
  - f certified all Statements of Account and Balance Sheet together with the Assistant Honorary Treasurer prior to the submission to the Management Committee.
- 11.6 The Assistant Honorary Treasurer shall assist the Honorary Treasurer and deputise for him in his absence.
- 11.7 Ordinary Management Committee Members shall assist the general administration of the Association and perform duties assigned by the Management Committee from time to time.



## **12 Audit and Financial Year**

- 12.1 Two voting members, not being members of the Management Committee, will be elected as Honorary Auditors at each new term of Management Committee's Annual General Meeting, and will hold office for three years only and may not be re-elected. They will be required to audit each year's accounts and present a report upon them to the Annual General Meeting. They may be required by the President to audit the Association accounts for any period within their tenure of office at any date and make a report to the Committee.
- 12.2 The financial year shall be from 1st July to 30th June.

## **13 Bank Account**

- 13.1 The bank account shall be in the name of "Asian Professional Security Association (Singapore)" or APSA (Singapore) in short.

## **14 Trustees**

- 14.1 If the Association at any time acquires any immovable property, such property shall be vested in trustees subject to a declaration of trust.
- 14.2 The trustees of the Association shall:
- a not be more than four and not less than two in number;
  - b be elected by a General Meeting of members;
  - c not effect any sale or mortgage of property without the prior approval of the General Meeting of members.
- 14.3 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 for a period of more than one year;
  - c if he is guilty of misconduct of such a kind as to render it undesirable that he continues as a trustee;
  - d if he submits notice of resignation from his trusteeship.



14.4 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 it on the notice board in the Association'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.

14.5 The addresses of immovable properties, names of trustees and any subsequent change must be notified to the Registrar of Societies.

## **15 Representation of the Association at Asian Professional Security Association (APSA) Headquarters**

15.1 Any person being an approved member of the Association shall also deem to be an affiliate member of the Asian Professional Security Association (APSA) whose Headquarters is based in Bangkok, Thailand. A member of the Association is not required to be a member of the main APSA.

15.2 The Management Committee shall decide and appoint representative(s) to the activities or meetings held by APSA Headquarters in Bangkok or in other countries.

## **16 Press and Public Statements**

16.1 All press and public statements for and on behalf of the Association shall be made by the President or the Honorary Secretary or such other members as shall be authorised by the Management Committee.

## **17 Prohibitions**

17.1 Gambling of any kind whether for stakes or not is forbidden on the Association's premises. The introduction of materials for gambling or drug taking and of bad characters into the premises is strictly prohibited.

17.2 The funds of the Association shall not be used to pay fines of members who have been convicted in Court.

17.3 The Association shall not engage in any trade union activities as defined in any written law relating to trade unions for the time in force in Singapore.

17.4 The Association 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.

17.5 The Association shall not indulge in any political activity or allow its funds



and/or premises to be used for political purposes.

- 17.6 The Association shall not hold any lottery, whether confined to its members or not, in the name of the Association or its office-bearers, Committee or members unless with the prior approval of the relevant authorities.
- 17.7 The Association shall not raise funds from the public for whatever purposes without the prior approval in writing of the Head, Licensing Division, Singapore Police Force and other relevant authorities.

## **18 Amendments to Rules**

- 18.1 No alteration or addition / deletion to these rules shall be made except at a meeting and with the consent of two-third of the voting members present at the General Meeting, and shall not come into force without the prior sanction of the Registrar of Societies (ROS)

## **19 Interpretation**

- 19.1 In the event of any question or matter arising out of any point which is not expressly provided for in the Constitutions, the Management Committee shall have the power to use their own discretion. The decision of the Management Committee shall be final unless it is reversed at a General Meeting by members.

## **20 Disputes**

- 20.1 In the event of any dispute arising amongst members, they shall attempt to resolve the matter at an Extraordinary General Meeting in accordance with 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.

## **21 Dissolution**

- 21.1 The Association shall not be dissolved except with the consent of not less than three-fifths of the total voting membership of the Association for the time being resident in Singapore expressed in person or by proxy at General Meeting convened for the purpose.
- 21.2 In the event of the Association being dissolved as provided above, all debts and liabilities legally incurred on behalf of the Association shall be fully discharged, and the remaining funds or other assets shall be disposed of in such manner as the General Meeting of members may determine or donated to an approved charity or charities in Singapore.
- 21.3 A Certificate of Dissolution shall be given within seven days of dissolution to the Registrar of Societies.