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Appendix A

1. NAME

The Association shall be known as the HWA (hereinafter referred to as the Association).

2. ADDRESS

The address and place of business of the Association shall be located at 16 Whampoa Drive, Singapore 327725 or at any other places as may be decided by the Association, subject to the approval of the Registrar of Societies.

3. OBJECTS

The objects of the Association are to encourage and foster the ideal of self-help and mutual assistance among persons with physical disabilities and in particular:

- i. To foster friendship, understanding and mutual assistance among persons with physical disabilities.
- ii. To promote the welfare, education, training, rehabilitation and the general interests for persons with physical disabilities, thereby integrating them into mainstream society.
- iii. To seek employment, scholarships, awards, grants, exchange programmes and similar benefits for persons with physical disabilities.
- iv. To procure special benefits and concessions for persons with physical disabilities to better their conditions.
- v. To create among the community and government an awareness of the special needs of persons with physical disabilities and solicit their co-operation and assistance for persons with physical disabilities.

3 (A) Powers

In furtherance of the above objects but not otherwise, and provided that nothing is done for commercial reasons or solely for profit, the Association may exercise the following powers:

- i. To raise funds from the general public and to accept gifts or bequests from various ethical sources for the benefit of the Association's members and beneficiaries.

4. [DELETED]

5. MEMBERSHIP

There shall be the following categories of membership:

- i. Ordinary Membership**
Ordinary Membership shall be open to all persons with permanent physical disabilities and who are Singapore citizens and between 18 to 70 years (inclusive) at the time of application.
- ii. Life Membership**
Conversion to Life Membership shall be open to all Ordinary Members with at least five continuous years of membership. Conversion is based on application and is subject to approval by the Executive Committee and upon payment of Life Membership prevailing conversion fee, which will be decided by the General Meeting of members on the recommendation of the Executive Committee on a yearly basis.
- iii. Associate Membership**

Associate Membership shall be open to all other persons with permanent physical disabilities who are between 18 to 70 years (inclusive) old at the time of application and who are not Singapore citizens.

iv. Honorary Membership

Honorary Membership shall be open to all persons who have rendered special services to the Association and shall be admitted at an Annual General Meeting on the recommendation of the Executive Committee, with the approval of members.

v. Beneficiary Membership

Beneficiary Membership shall be open to all persons with physical disabilities and who are Singapore citizens and aged between 12 years and 18 years (inclusive) at the time of application. Such members are to receive service and have no other membership rights. Upon reaching their 18th birthday, either they apply for Association's Ordinary Membership or their Beneficiary Membership status will cease.

vi. Founder Membership

Founder Membership is restricted to all persons with physical disabilities who have formed this Association and subscribed to this Constitution at the date of registration on 18 Dec 1969. Names of Founder Members shall be listed in Appendix A attached hereto. Names of Founder Members shall not be deleted from Appendix A. All Founder Members shall, subject to the Constitution, be Life Members.

vii. Individual or Corporate Membership

Individual or Corporate Membership shall be open to all individuals, registered firms, businesses or organisations interested in the general wellbeing of

persons with physical disabilities. They do not have any voting right.

6. ADMISSION AS MEMBERS

- i. Any person, body, firm, business or organisation who qualifies for membership of the Association shall make an application for membership to the Honorary Secretary in accordance with such procedures as may be laid down by the Executive Committee, for approval by the Executive Committee.
- ii. On an application for membership being approved by the Executive Committee, payment of entrance fee shall constitute admission to membership.

7. SUBSCRIPTIONS AND OTHER DUES

i. Entrance Fees

Entrance fees will be charged at the prevailing entrance fee and may be changed from time to time, to be decided by the General Meeting of members on the recommendation of the Executive Committee.

Entrance fees are payable within eight weeks of approval of admission of membership. Failure to do so may be deemed to be a withdrawal of application for membership.

ii. Subscriptions

Annual membership subscription amounts for each category may change from time to time and will be decided by the General Meeting of members on the recommendation of the Executive Committee on a yearly basis.

iii. Payment of Subscriptions

All annual subscriptions are for the said calendar year and following subscriptions shall be due on the first day of January of each year.

iv. Arrears

When a member falls into arrears of subscriptions or other dues, the Honorary Secretary shall notify the member of the arrears. Rights and privileges of a member in arrears may be suspended by the Executive Committee until such arrears are paid in full. If a member continues to default with payments for more than six months after notification of arrears, such member shall automatically cease to be a member.

v. Reinstatement

A member who was removed or resigned from membership can submit a new application for reinstatement while he is 18 to 70 years old. The application will be subject to approval of the Executive Committee. Such application will have to pay a reinstatement fee, as decided by the Executive Committee.

In the event that the applicant is over 70 years old at the time of submission, the application for reinstatement will not be considered.

vi. Other Dues

Contribution for any specific purpose may be solicited from members with the approval and discretion of the Executive Committee or as sanctioned by members at an Annual General Meeting.

vii. Waiver of Subscriptions

The Executive Committee may at its discretion waive or vary the subscriptions of any member on compassionate grounds for a period no longer than twelve months. Honorary Members and Patrons are exempted from the payment of any fees.

8. RIGHTS AND PRIVILEGES OF MEMBERS

- i. All members of the Association shall be entitled to attend all General Meetings of the Association. Members must update their contract details (namely, correspondence address, mobile phone number and email address) with the Association. Members shall receive all communication, notifications and circulars concerning the affairs of the Association through either mail or digital media.
- ii. All members who are Life or Ordinary Members and above 21 years old at the time of the General Meeting concerned shall be entitled to one vote at all General Meetings and to stand for election to the Executive Committee.
- iii. All Associate, Honorary, Beneficiary or Individual Members shall be entitled to attend all General Meetings normally opened to Life or Ordinary Members. All Corporate Members shall be entitled to send only one representative to attend all General meetings normally open to Life or Ordinary Members. Above members shall have no power to vote or stand for election to the Executive Committee.

9. CESSATION OF MEMBERSHIP

Membership of the Association may be discontinued either through any of the following:

i. Resignation

Notice of resignation shall be given to the Honorary Secretary in writing and the member remains liable for all arrears due up till the date of resignation.

ii. Non-payment

Non-payment of subscriptions and other dues as provided for in Rule 7(iv).

iii. Disciplinary action

Disciplinary action as provided for under Rule 13(ix).

10. PATRONS

The Association may invite such persons as it desires to so honour to be Patrons of the Association. Such Patrons shall be appointed by the Executive Committee.

11. ADVISORS

The Association may invite individuals or representatives of corporations to be Advisors of the Association for a specified period to give advice and recommendations on specific or general issues in relation to or affecting the Association.

12. MANAGEMENT

- i. The management of the Association shall be vested in an Executive Committee (hereinafter referred to as the Committee) comprising minimum 10 and maximum of 12 members:

President

Vice-President

Honorary Secretary

Honorary Assistant Secretary

Honorary Treasurer

Honorary Assistant Treasurer

Minimum Four and Maximum Six Committee Members

- ii. The President of the Association must have, minimally, served in any of the key positions of the Committee for at least four years or two terms within ten years immediately preceding the Annual General Meeting. If no such person is elected during Annual General Meeting of the Association, the elected Committee members have the prerogative to nominate a person as President within the incoming Committee Members.
- iii. The Committee shall be elected at each alternate Annual General Meeting and they shall hold office for a term of two years. There is currently no term limit for Executive Committee Members, except the position of Honorary Treasurer and Honorary Assistant Treasurer. The position of Honorary Treasurer and Honorary Assistant Treasurer cannot be held by any one person for more than two terms consecutively. Re-appointment is permitted after a lapse of at least one term. During this one term, such former Honorary Treasurer and Honorary Assistant Treasurer could hold other positions in the Committee. The Committee shall follow the regulatory guidelines and term limits suggested by the Charity Council and other authorities as regards the office-bearers positions or nomination of members for re-election to serve the Committee.
- iv. In addition to the maximum 12 elected members, the Committee may co-opt up to four persons to serve in the Committee. Such members shall have no voting rights and may be physically disabled or able-bodied persons.
- v. Should there be a vacant position in the key positions, the position shall be filled by an elected member from the Committee.

- vi. Any change in the Committee shall be notified to the Registrar of Societies and Commissioner of Charities within two weeks of such change.

13. POWER AND FUNCTIONS OF THE COMMITTEE

The Committee shall have the following powers and functions:

- i. To decide on all matters concerning the management and working of the Association.
- ii. To promote and carry out all activities of the Association in accordance with and in furtherance of the objects of the Association.
- iii. To carry on any ethical trade or business, whether by arrangement with other persons or by itself, for the benefit of the Association, its beneficiaries and for the persons with disabilities in Singapore, provided that nothing is done solely for profit or commercial reasons. All proceeds shall be used for supporting the Association's activities.
- iv. To appoint committees and sub-committees for special purposes as it considers necessary for the proper management and administration or in furtherance of the objects of the Association.
- v. To co-opt or invite the attendance of any person, whether a member or not, to attend any of its meetings but such a person shall have no right to vote.
- vi. To employ such staff as may be necessary for the Association.
- vii. To fill any vacancy arising in the Committee until the next Annual General Meeting including that of Trustees, Auditors, President and Vice-President, by a resolution of the Committee at any Committee Meeting.

- viii. To be the sole authority for the interpretation of the Constitution of the Association, and on matters where the Constitution of the Association is silent, the decision of the Committee shall be final.
- ix. To impose such disciplinary action as the Committee thinks fit on any member acting in a manner prejudicial or detrimental to the interest of the Association, such action must include an opportunity for the member to be heard. An aggrieved member may appeal to the Annual General Meeting following next after such action has been taken. The decision of the members at the Annual General Meeting shall be final. Such disciplinary action as imposed by the Committee shall include where appropriate the suspension or termination of membership depending on the severity of the incident or action. Suspension of a member from membership in the Association, if imposed, shall be for a term to be decided by the Committee.
- x. To approve or refuse admission of applicant as a member of the Association.
- xi. To recommend the appointment of Honorary Members or Patrons.
- xii. To authorise and approve the expenditure of a sum that is required to run the Association smoothly.

14. DUTIES OF OFFICE- BEARERS

There shall be the following Office-Bearers of the Association who shall carry out the following duties and functions:

- i. President**

The President shall preside at all General Meetings and Committee meetings of the Association. He and another

Committee member shall represent the Association in its dealing with outside persons or bodies.

ii. Vice- President

The Vice- President shall assist the President in his duties and deputise for him in his absence.

iii. Honorary Secretary

The Honorary Secretary shall maintain and be responsible for the correctness of a Register of Members. He shall be responsible for keeping all records and minutes of all General Meetings and Committee meetings. He shall be responsible for calling all meetings of the Association as directed by the President or the Committee. He shall carry out all duties entrusted to him by the President or the Committee. He shall prepare an Annual Report of the Association.

iv. Honorary Assistant Secretary

The Honorary Assistant Secretary shall assist the Honorary Secretary in his duties and deputise for him in his absence.

v. Honorary Treasurer

The Honorary Treasurer shall be responsible for the collection of all monies on behalf of the Association, disbursements and the safeguarding of all funds under the direction of the Committee. He shall keep an accurate record of all transactions and prepare an annual financial statement and present it to the Auditors for audit. All other sums of money shall be deposited in the name of the Association in a bank or financial institution appointed by the Committee. All payments (cheques, online bank transfers and/or any other alternative payment options) shall be signed or approved always by the Honorary Treasurer and either the President or the Honorary Secretary. In the event of the absence of any of them, the Vice-President, the Honorary Assistant Secretary or the Honorary Assistant

Treasurer respectively shall act as alternate to the President, the Honorary Secretary and the Honorary Treasurer for this purpose.

vi. Honorary Assistant Treasurer

The Honorary Assistant Treasurer shall assist the Honorary Treasurer in his duties and deputise for him in his absence.

vii. Committee Members

All Committee Members shall attend all meetings of the Committee and General Meetings, and generally participate and assist in the management, administration, promotion and activities of the Association.

viii. Auditors

A firm of Certified Public Accountants shall be appointed as Auditors at each Annual General Meeting for a term of one year and shall be eligible for re-appointment.

ix. Trustees

If the Association at any time acquires any immovable property, such property shall be vested in the Trustees of the Association, subject to the declaration of Trust by these Trustees. The Trustees of the Association shall not effect any sale or mortgage of property without the prior approval of the General Meeting. Such Trustees shall be appointed at an Annual General Meeting and their number shall not be more than five or less than two. They shall hold office until the next Annual General Meeting at which they shall automatically retire but shall be eligible for re-election. Any trustee may resign from his office at any time, or his office may be terminated by the Committee in the interest of the Association and such vacancies shall be filled in

accordance with Rule 13(vii). 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 Commissioner of Charities and the Registrar of Societies must be notified of any removal of a trustee or appointment of a new trustee to fill a vacancy. The address of each immovable property, name of each trustee and any subsequent change must be notified to the Registrar of Societies and the Commissioner of Charities.

15. MEETING OF THE COMMITTEE

- i. The business year of the Association shall be from 1st April to 31st March of each calendar year and all reports and financial statements shall be made up to cover this period.
- ii. The Committee shall meet at least 12 times over the two-year term of office at the office of the Association or at any Virtual/Web platform or any hybrid mode of meeting or at any such place as the Committee may decide from time to time. A meeting should be convened no less than once in two months.
- iii. Any five members of the Committee shall have the right to convene a meeting of the Committee by giving notice in writing to all members of the Committee not less than seven clear days excluding Sundays and Public Holidays before the proposed date of the meeting. The agenda shall accompany the notice of meeting.
- iv. Notice of all meetings of the Committee with any agenda attached thereto, shall be sent to each Committee Member at least seven clear days excluding Sundays and Public Holidays before the date of the meeting.

- v. The quorum for a meeting of the Committee shall be not less than one-half of the elected members of the Committee or Five, whichever is lower. Each elected Committee Member shall be entitled to one vote. Decisions shall be carried out by a simple majority of vote. In the event of there being an equality of votes, the motion shall be lost.
- vi. Any member of the Committee may resign from the Committee by sending in his resignation in writing to the President or the Secretary of the Committee.
- vii. Whenever a member of the Committee has in any way, directly or indirectly, an interest in a transaction or project or other matter to be discussed at a meeting, the member shall disclose the nature of his interest before the discussion on the matter begins.

The member concerned should not participate in the discussion or vote on the matter, and should also offer to withdraw from the meeting and the Committee shall decide if this should be accepted.
- viii. Any member of the Committee absenting himself from three meetings of the Committee consecutively without satisfactory explanations shall be deemed to have withdrawn from the committee, and a successor may be co-opted by the Committee in accordance with Rule 13(vii).

16. ANNUAL GENERAL MEETINGS

- i. The Annual General Meeting of the Association shall be held within six months after the end of the business year on 31st March. The business to be transacted at the Annual General Meeting shall include the following:

- (a) To receive and if approved to adopt the Annual Report and Financial Statement for the preceding year.
- (b) To elect the Committee (including the six key positions in the Committee) where applicable.
- (c) To consider the recommendations of the outgoing Committee or Honorary Members or Patrons.
- (d) To appoint Auditors and Trustees.
- (e) To transact any other business.

Matters to be raised under this item of the agenda require 21 days' notice in writing to the Honorary Secretary before the date fixed for the Annual General Meeting. All matters must be duly proposed and seconded in writing.

- ii. The Annual General Meeting shall be held at place, time and date (including virtual platforms or hybrid mode of meetings) to be determined by the Committee and notified by the Secretary in writing to members not less than one calendar month before the date fixed for the Annual General Meeting. Not less than 14 days before the date fixed for the Annual General Meeting, the Secretary shall notify all members in writing of the business to be transacted at the meeting.
- iii. Nominations for election to the Committee must be received at least seven working days before the date of the Annual General Meeting. Each Life or Ordinary Member to be nominated for election must be proposed and seconded by another Life or Ordinary Member and the nominee must give his consent in writing at the time of nomination to serve on the Committee, if elected. All such members must have their subscriptions fully paid up.

- iv. No member may stand for election unless he has been a Life or Ordinary Member of the Association for at least one calendar year. A Life or Ordinary Member standing for election to the Committee shall be physically present during the election, unless his absence can be justified on grounds Strictly within the reasons stated herein, namely, hospitalization, national services include representing Singapore, important employment related assignment, emergency, accidents or medical needs and bereavement of immediate family members (all aforesaid with appropriate documentary evidence to be shared with President or Honorary Secretary before the election), failing which his election would be deemed invalid. Validity of his nomination will be decided by the members attending Annual General Meeting, through a vote. In case of any false declaration, his election will be void and a disciplinary committee will be set up to take action on this matter.
- v. The quorum at any Annual General Meeting shall be one-eighth of the Life and Ordinary Members or 100 Life or Ordinary Members, whichever is the lower. If a quorum is not available, the meeting shall be adjourned for 30 minutes after which the business of the meeting shall be carried out irrespective of a quorum. But they shall have no power to amend the Constitution.
- vi. Any member who falls under any one or more of the following categories shall not be eligible to stand for election to the Committee:
 - (a) Being certified or otherwise adjudged to be of unsound mind or insane.
 - (b) Being convicted of a criminal offence.
 - (c) Being adjudged a bankrupt.

In the event that the disqualification of such a member comes to light after being elected to the Committee, then he shall immediately be disqualified from continuing to hold such office.

- vii. Any member who (or who has an immediate family member who) is an employee/staff (either full-time, part-time or freelance) or has business dealings, transactions or vested interest with the Association shall not hold any office or to be elected or appointed as a member of the Committee.
- viii. Any member who was an employee (either full-time, part-time or freelance) who had resigned from the Association within five years immediately preceding the Annual General Meeting shall not hold any office or be elected or appointed as a member of the Committee.
- ix. Any member who was a former employee (either full-time, part-time or freelance) who faced disciplinary action or had adverse record from the Association shall not hold any office or be elected or appointed as a member of the Committee.

17. EXTRAORDINARY GENERAL MEETING

- i. The Committee may convene an Extraordinary General Meeting of members at its discretion. The Secretary must also convene a meeting of the Committee within seven days if required to do so in writing by seven members of the Committee to discuss the convening of an Extraordinary General Meeting.
- ii. An Extraordinary General Meeting shall also be convened by the Secretary on the signed requisition of one-quarter of the total Life and Ordinary Membership of the Association, stating the purpose of the meeting. Such

meeting shall be held within 14 days of receiving such requisition. An Extraordinary General Meeting for the purpose of amending the Constitution shall be held within 21 days of receiving such requisition.

- iii. Notice of Extraordinary General Meeting, together with the business to be discussed and decided at such meeting, shall be given to all members in writing within seven clear days excluding Sundays and Public Holidays before the date fixed for the meeting. If the purpose of the meeting is to consider an amendment to the Constitution, 14 clear days' notice excluding Sundays and Public Holidays is to be given.
- iv. No business other than that which has been duly notified shall be transacted at an Extraordinary General Meeting.
- v. The quorum at any Extraordinary General Meeting shall be one-eighth of the Life and Ordinary Members or 100 Life or Ordinary Members, whichever is the lower. For an Extraordinary General Meeting convened by the Committee, in the event of lack of quorum, the meeting shall be adjourned for thirty minutes, after which the business of the meeting shall be carried out by the members present. No alteration to this Constitution shall be made except at a General Meeting (including Extraordinary General Meeting) with a quorum for which postal or e-voting shall be permitted. Voting by proxy will not be allowed. Postal and e-voting shall constitute part of the quorum. For an Extraordinary General Meeting called on the requisition of members, in the event of lack of a quorum, the meeting shall be dissolved.

18. PROHIBITIONS

- i. Gambling of any kind is strictly prohibited.

- ii. The funds of the Association shall not be used to pay personal fines of members who have been convicted in Court, unless the offence committed is a collective responsibility of the Association.
- iii. The Association shall not indulge in any political activity or allow its funds and/or premises to be used for political purposes.
- iv. The Association 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 Union Act.
- v. 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.

19. CESSATION OF CHARITY STATUS

In the event the Association ceases to be a registered charity under the Charities Act, all debts and liabilities legally incurred on behalf of the Association shall be fully discharged, and the remaining funds, shall be donated to an institution or institutions of a public character with similar objectives which is/are registered under the Charities Act as the members of the Association may determine at a General Meeting.

20. DISSOLUTION

The Association shall not be dissolved except with the consent of not less than three-fifth of the Life/Ordinary Members of the Association for the time being resident in Singapore expressed, in person or by proxy at a General Meeting convened for such purposes or by postal or e-voting. Postal and e-voting shall constitute part of the quorum. Funds and property after dissolution will be

distributed to a single institution or institutions of a public character with similar objectives which is/are registered under the Charities Act and approved by not less than three-fifth of the Life and Ordinary Member of the Association present in person or by proxy at the General Meeting convened for such purpose or by postal or e-voting. Notice of dissolution shall be given to the Registrar of Societies and the Commissioner of Charities within seven days of dissolution.

21. GENERAL

- i. Voting by proxy or postal or e-voting shall be permitted at all General Meetings (including Extraordinary General meetings) for all matters except for election to the Committee. Each Life or Ordinary Member shall be permitted to vote by proxy for not more than two members. Voting for election to the Committee shall be secret. Voting on all other matters may be by a show of hands.
- ii. No alteration to this Constitution shall be made except at a General Meeting with a quorum for which postal or e-voting shall be permitted. Voting by proxy will not be allowed. Postal and e-voting shall constitute part of the quorum. Where future amendment to the Constitution of the Association is required to satisfy statutory bodies or Government departments requirements, the matters arising shall be dealt with by the Committee and submitted to the Registrar of Societies and the Commissioner of Charities for his approval and incorporation into the Constitution of the Association. All Life or Ordinary Members shall be duly notified of the amendments. Such amendments shall not come into force until approved by the Registrar of Societies and the Commissioner of Charities.

- iii. All members shall notify the Secretary of any change of contact details (namely, correspondence address, mobile telephone number and email address). Otherwise, all communications to the last known address shall be deemed to have been communicated properly.