

CONSTITUTION OF THE INFORMATION TECHNOLOGY MANAGEMENT ASSOCIATION (SINGAPORE)



Name

1. The Association shall be known as the "Information Technology Management Association (Singapore)" or in short "ITMA (Singapore)", hereinafter referred to as "the Association".

Place of business and meetings

2. Its place of business shall be at 8 Shenton Way #21-08, AXA Tower, Singapore 068811 or such other address as may be decided by the Council from time to time and approved by the Registrar of Societies.

Objects

3.

a. The overall aim of the Association is to provide a forum of communication so that the experience and knowledge in the fields allied to Information Technology (IT) management can be exchanged for the benefit of members in particular and as a contribution to the development of the Republic of Singapore.

b. The specific objects of the Association shall be :

- To provide members with a meeting ground for the exchange of ideas and information, and to foster the spirit of co-operative effort and the sharing of experience and technical know-how.
- To enlighten IT professionals and user management on the current issues of IT and the ways of deploying leading edge technologies so as to enhance the competitive advantages of their organisations.
- To publish and distribute newsletters, technical papers and so forth so that members may keep abreast of the advances in IT.
- To hold lectures, discussions, seminars, open forums and so forth on subjects related to IT management.
- To affiliate with other professional bodies so that the foregoing objects can be better met.

Membership

4. There will be three classes of members, as follows : -

a. An "Ordinary Member" is a person with tertiary or professional qualification acceptable to the Council and who is currently employed in Singapore in the capacity of a manager in charge of IT

functions or who is involved in an equivalent position acceptable to the Council in fields allied to IT management and having worked in this capacity for a minimum of two years.

b. An "Associate Member" is a person with tertiary or professional qualification acceptable to the Council and who is currently employed in Singapore in the capacity of any manager for a minimum of 2 years and has a keen interest in fields allied to IT but does not fulfill the qualifications set down in Clause 4(a). An Associate Member has no voting rights.

c. An "Honorary Member" is a person considered by the Council to have made significant contribution in the field of IT management in Singapore. An Honorary Member shall be a person appointed by the Council. An Honorary Member has no voting rights and need not pay any fees.

5.

a. Membership shall be by application, accompanied by sufficient evidence of qualification and with at least one reference. Membership shall commence upon the approval by the Council.

b. Where a member who has been admitted as an Associate Member under Clause 4b qualifies subsequently for admission as an Ordinary Member under Clause 4a, he/she shall be admitted as an Ordinary Member with effect retrospectively from the date he/she was admitted as an Associate Member.

c. Where a member has to be away from Singapore for a period of not less than one year, he/she may apply for leave from the Council. If such leave is granted by the Council, the member's subscription fees shall be waived for such period deemed appropriate by the Council. On his/her return to Singapore, he/she may be re-admitted, at the discretion of the Council, as a member without loss of seniority or privileges.

6. The Council shall have the power to cancel the membership of any member who has brought disrepute to the Association either by his/her conduct or by conviction for criminal offences. Such cancellation shall be overturned only by the decision of the members at the General Meeting.

7. The first members of the Association shall be :

Chow Peng Tien John K C Pang

Lam Bin Thun Rohan bin Kamis

Lau Ping Sum Tan Keng Leong

Lawrence Lee Woo Lee Yong

Lim Kee Suan Ronnie Ho Toke Yuin

Fees, Subscriptions, and Other Dues

8. An entrance fee of \$100, or such amount as may be decided by the Council from time to time, together with the first subscription is payable within 21 days of commencement of membership in default of which the membership may be cancelled by the Council .

9. The annual subscription of \$80, or such amount as may be decided by the Council from time to time, is payable within January each year. If an annual subscription is not paid within January, the

membership may be cancelled by the Council. For members admitted after 30th June of each year, the subscription will be one-half of the stated amount. A member accepted after 30th September shall pay the full subscription fee and such fee shall be effective as the subscription till the end of the following calendar year.

Council

10. The management of the Association shall rest in the hands of the Council consisting of at least eight and up to thirteen ordinary members among whom shall be :

- A President
- Two Vice-Presidents
- An Honorary Secretary
- A Treasurer

11.

a Nominations for the positions in the Council, duly signed by the candidate, proposed and seconded in the prescribed form by ordinary members, shall be submitted to the Honorary Secretary not less than 14 days before the date of the Annual General Meeting. Candidates nominated for election need not be physically present at the Annual General Meeting. Nominations for the offices listed in 10(a) to 10(d) above must clearly indicate the specific office being considered.

b. If there are insufficient candidates to fill the required positions, such nominations may be taken from the floor of ordinary members who are present at the Annual General Meeting.

c. Notice of nominations shall be sent to each ordinary member as soon as the date of the Annual General Meeting is determined.

d. Election for the positions of the Council will be by simple majority vote on a show of hands by ordinary members present and voting. In the case of an equality of votes, the Chairman of the meeting shall have the casting vote. A voting member shall vote once only for each position of the Council.

e. Retiring members of the Council are eligible to stand for re-election for a fresh term except that the post of Treasurer shall be filled by the same person for no more than two consecutive terms, after which he shall not be eligible to stand for the post till at least two years have passed.

12. The Council shall meet at least once in two months to carry out the business of the Association. Seven days' notice shall be given by the Honorary Secretary to every Council member before the date of the meeting. The President, or in his absence, one of the Vice-Presidents, may call a meeting at any time by giving four days' notice. The quorum for a Council Meeting shall be at least one-half of the Council Members with voting rights and all decisions are valid if carried by a simple majority of those who constitute the quorum. If a quorum is present, the members present are at liberty to waive any short notice or failure to give notice if there is unanimous consent.

13. The duties of the Council are to organise and supervise the activities of the Association and to make decisions on matters affecting its management when the General Meeting is not sitting. It may not act contrary to expressed wishes of the General Meeting without prior reference to the General Meeting.

14. a. The President, or in his/her absence one of the Vice-Presidents, is authorised to approve any one item of expenditure which is less than or equal to \$5,000 from the Association's funds for the Association's purpose.

b. Any expenditure exceeding \$5,000 for any one item must be approved by the Council by a simple majority of those present and voting, and the sum for such expenditure may be drawn from a special account designated by the Council.

15. The Council shall have powers :

- To make, alter or rescind Bye-laws without affecting the rules of this Constitution.
- To delegate its duties and to appoint such sub-committees and/or employees as necessary and to define the duties of such sub-committees and/or employees.
- To co-opt members into the Council on such terms as the Council may decide. Such co-opted members will have no voting rights in Council meetings.
- To fill vacancies in the Council. Members filling such vacancies will have full voting rights in Council meetings.
- To use its discretion in the event of any question or matter arising out of any point which is not expressly provided for in this Constitution.
- To do all such acts as are conducive to the furtherance of the Objects of the Association

Interpretation of Rules

16. The Council shall be sole authority for the interpretation of these Rules and the decision of the Council during their term of office upon any question of interpretation or upon any matter affecting the Association not provided for by these Rules made there under shall be final and binding on the Members unless and until reversed at the next General Meeting following.

Office-Bearers

17. The duties of the office-bearers are as follows:

- The President shall preside at all General Meetings and meetings of the Council. In all meetings, the President shall have a second or casting vote in case of equality of votes. He/She shall represent the Association in its dealings with outside persons.
- Either one of the Vice-Presidents shall deputize for the President in the latter's absence.
- The Honorary Secretary shall attend to all correspondence, keep all records of the Association (other than financial), and shall be responsible for their correctness. He/She shall summon all meetings and keep minutes of all meetings.
- The Treasurer shall look after all funds and collect and disburse all monies on behalf of the Association. He/She shall keep proper books of accounts of all monetary transactions and shall be responsible for their correctness. He/She is authorised to expend up to \$500 per month for petty expenses on behalf of the Association. He/She shall not keep more than \$500 in the form of cash and any money in excess of this amount shall be deposited in a bank to be named by the Council. Cheques and other withdrawals from the bank will be signed by any two of the following - President, Vice-Presidents, Honorary Secretary, Treasurer but normally the Treasurer should be one of the signatories. The financial year of the Council shall end on 31st December in each year, on which day the accounts shall be balanced.

18. Any member of the Council absenting himself/herself from three meetings consecutively without satisfactory explanation shall be deemed to have withdrawn from the Council, and a successor may be co-opted by the Council to serve until the next Annual General Meeting. Such a co-opted member will have all the powers, rights and responsibilities of the member he/she is replacing.

Audit

19. Two persons not being members of the Council shall be elected as Honorary Auditors at each Annual General Meeting and shall hold office for one term. They shall be required to audit the accounts of the full year not later than 28th February of the following year. The Honorary Auditors may be required by the President to audit the Association accounts for any period within their tenure of office at any date and to make a report to the Council. Any vacancy during the year in the office of Honorary Auditors shall be filled by the Council.

General Meetings

20. The Annual General Meeting shall be held not later than 31st March each year.

21. Extraordinary General Meetings of the Association shall be called by the Honorary Secretary to consider any special matter upon the request in writing of not less than one-quarter of the Ordinary Members; and may be called at any time by order of the Council.

22. At least four weeks' notice shall be given of any Annual or Extraordinary General Meeting. All members shall be provided with the agenda of the meeting and the audited financial statements at least seven days before the date of the Annual General Meeting; and the agenda at least two days before the date of the Extraordinary General Meeting. Any Member desirous of moving any Resolution at the Annual General Meeting shall give notice in writing to the Honorary Secretary not less than two weeks before the date of the Annual General Meeting.

23. The following shall be carried out at the Annual General Meeting :

- To consider and, if approved, accept the last financial year's accounts;
- To consider and, if approved, accept the report on the working of the Association for the past year;
- To elect the members of the Council and the Honorary Auditors, all of whom will take office at the conclusion of the meeting.

24. The quorum for all General Meetings shall be one-quarter of the total number of Ordinary Members. In the event of there being no quorum, the meeting shall be adjourned to half an hour later on the same day at the same place and should the number then present be insufficient to form a quorum but there are at least 20 ordinary members, those present shall be considered a quorum but they shall have no power to amend, delete or add to any of the existing rules of the Constitution.

Prohibitions

25. Gambling of any kind, whether for stakes or not, is forbidden on the Association's premises or meeting places.

26. The funds of the Association shall not be used to pay the fines or legal costs of members who have been convicted in court.

27. 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 any written law in Singapore.

28. The Association shall not hold any lottery, whether confined to its members or not, in the name of the Association or its office-bearers or any committee or its members.

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

Amendments to Rules

30. No alteration or amendment to these Rules shall be made unless such alteration or amendment is passed by the vote of at least two thirds of the Ordinary Members present at a General Meeting. Such alteration or amendment shall not come into force without the prior sanction of the Registrar of Societies.

Dissolution

31. The Association shall not be dissolved except with the consent of not less than two-thirds of the ordinary members of the Association expressed either in person or by proxy, or by postal vote.

32. In the event of the Association being dissolved as provided in Article 31 above, all debts and liabilities legally incurred on behalf of the Society shall be fully discharged, and the remaining funds shall be disposed of before dissolution in accordance with the wishes of the majority of Ordinary Members at the General Meeting, or as expressed by the postal vote.

General

33. Notices or writing required to be issued to members under this Constitution shall be considered to have been properly served if posted or delivered by hand or by telematic or any electronic means to the last known address or number of the member as recorded in the Membership Register of the Association.