

Extract – Minutes of 13 October 2017 board meeting

– Board increase

Further to the decision to increase the number of board members from 25 to 30 and of exco members from 6 to 8 (as approved during the 25 August board meeting), the board decided to vote for both increases

It was also suggested to amend the way exco members are elected to enable people to candidate for the position of President first



Current	Proposed amendments	Rational
<p>3.2 Members of the Board</p> <p>a. The Board shall consist of not less than ten (10) and not more than twenty (25) Board members.</p>	<p>3.2 Members of the Board</p> <p>a. The Board shall consist of not less than ten (10) and not more than thirty (30) Board members.</p>	<p>To allow a better representation of our members.</p>
<p>3.4. Board Meeting Proceedings</p> <p>a. A meeting of the Board shall be held whenever considered necessary by the Board or the President but, in any event, not less than once every three (3) months. Ten (10) Board members shall form a quorum. Each Board member shall have one (1) voting right and resolutions of the Board shall be taken by a simple majority of the votes cast by those members of the Board present or represented at the Board meeting. In case of an equality of votes the President, or his alternate if the President is not present, shall have a casting vote.</p>	<p>3.4. Board Meeting Proceedings</p> <p>a. A meeting of the Board shall be held whenever considered necessary by the Board or the President but, in any event, not less than once every three (3) months. Ten (10) Board members shall form a quorum. Each Board member shall have one (1) voting right and resolutions of the Board shall be taken by a simple majority of the votes cast by those members of the Board present at the Board meeting. In case of an equality of votes the President, or his alternate if the President is not present, shall have a casting vote.</p>	<p>Board members are never “represented” at the board meeting</p>



3.5 ~~Board Member Resignation~~

- a. A Board member shall cease to be a member of the Board if he leaves Singapore permanently, or he resigns from or his employment is terminated by the Corporate Member employing him at the time he was elected.
- b. The Board shall have the power to co-opt a member to fill any definitive vacancy on the Board. Such new Board member will hold office until the end of the then current Term. Notwithstanding the foregoing, in the event during the first year of the Term more than ten (10) Board members have resigned, a new Board shall be elected during the following Annual General Meeting

3.5 Co-optation

- a. The Board shall have the power to co-opt a member to fill any vacancy on the Board. Such new Board member will hold office until the end of the then current Term.
- b. Where a Board member resigns from the Board, leaves Singapore permanently or ceases to be employed by the Corporate Member employing him at the time he was elected, he is deemed having resigned from the Board and the Board shall have the power to co-opt a new Board member in his stead in accordance with paragraph (a) above. Notwithstanding the foregoing, in the event that during the first year of the Term more than ten (10) Board members have resigned, a new Board shall be elected during the following Annual General Meeting.

Rephrasing for simplification + will allow to co-opt the 5 additional board members before the next election



<p>3.6 Election of the Executive Committee</p> <p>a. During the First Meeting (as defined in 3.3 e), the Board shall elect, on a basis of a simple majority of the votes cast by those members of the Board present or voting by correspondence at the Board meeting, among the members of the Board, an Executive Committee comprised of a President, up to three (3) Vice-Presidents, a General Secretary and a General Treasurer. For such election, members of the Board are allowed to vote in writing by correspondence no later than one (1) day before the holding of the First Meeting.</p> <p>b. Within seven (7) days from the election of the Board, any member of the Board desirous to be elected to the Executive Committee shall submit his candidature in writing to the members of the Board newly elected.</p> <p>c. In the event of an equality of votes for the election of the President, a second vote shall be conducted during the First Meeting. In the event no simple majority has been reached during such First Meeting, the meeting of the Board shall be adjourned for a further seven (7) days or such period as may be determined by the Board ("Adjournment Period"). At the expiry of the Adjournment Period, a second meeting of the Board shall be held. During such meeting, in the event no simple majority is reached after two votes, the eldest candidate for the position of President (which shall be based on his age) shall be elected</p>	<p>3.6 Election of the Executive Committee</p> <p>a. The Board shall elect among the members of the Board, an Executive Committee comprised of a President, up to five (5) Vice- Presidents, a General Secretary and a General Treasurer. The Executive Committee shall be elected at a simple majority of votes. Ten (10) Board members shall form a quorum. Board members shall be entitled to vote either by correspondence (including electronic means) or personally at the Board meeting convened for that purpose (if any).</p> <p>b. Within seven (7) days from the election of the Board, any member of the Board desirous to be elected as President shall submit his candidature in writing to the members of the Board newly elected.</p> <p>c. In case of an equality of votes for the election of the President, a second vote shall be conducted. In case of an equality of votes during that second vote, the eldest candidate for the position of President (which shall be based on his age) shall be elected.</p>	<p>Allows to elect the President first, then the other exco members</p> <p>Simplification</p>
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