



CONSTITUTION OF

THE SINGAPORE BOOKSELLERS AND STATIONERS ASSOCIATION

CHAPTER 1 - GENERAL

1. Name
This Association shall be known as THE SINGAPORE BOOKSELLERS AND STATIONERS ASSOCIATION.
2. Address of the Association
112 Middle Road, #03-01 Midland House, Singapore 188970.
3. Aims & Objects
Its aims & objects shall be as follows:
 - 3.1 To promote mutual understanding, co-operation and friendship among members.
 - 3.2 To promote material, social and educational welfare of members.
 - 3.3 To publish periodicals and take part in cultural and educational undertakings.
 - 3.4 To assist and be in harmony with the commercial and economic development of the Republic.

CHAPTER 2 - MEMBERSHIP

4. A firm or company will become a Corporate Member of the Association only after its membership application has been approved by the Committee.
5. The Association regards a Corporate Member as a single membership unit. Each Corporate Member shall appoint one representative. Substitution of the representative should be notified to the Association in writing.
- 6.1 Any firm or company which has registered with the Government of the Republic of Singapore as a business entity and is engaged in Publishing Business, Selling Books, writing materials, Periodicals, Newspapers, Paper Products, Athletic Equipment, souvenirs, Stationery and Essentials, Office Supplies, Printers and Consumables, Gifts and Premiums, Arts and Crafts, Educational Tuition Centers, Office Equipment, Office and Business Solutions, Workspace Design and Ergonomics, Office Automation, Computer and Software, Culture Creative Products and other stationery, wholesale, retail, online companies and all related business services, may apply to become a Corporate Member of the Association.
- 6.2 Any individual who works in the stationery industry and books/publication industry and related business and services can apply to join as a member of the SBASA's Individual Membership. The Executive Committee will make the final decision to accept or reject the application.
 - 6.2.a The Individual Members have no rights to elect and to be elected.
 - 6.2.b The Individual Members will be entitled to the same privileges of Corporate Members except participation in the General Election.
 - 6.2.c There is a one-time Entrance Fee for all Individual Members. Implementation or waiver of Membership fees for Individual Members will be done at the sole discretion of the Executive Committee.
 - 6.2.d The Executive Committee reserves the right to expel any Individual Member who brings disrepute to the Association or any related industries.
 - 6.2.e An Individual Member expelled under Article 6.2 (d) may within one month of the notification of his expulsion, appeal to the General Meeting of members against the decision of the Committee. The decision of the General Meeting shall be final.



CHAPTER 3 - ADMISSION AND LOSS OF MEMBERSHIP

7. Application for membership shall be made on the prescribed Application Form, duly endorsed by a Corporate Member or an Individual Member (as the case may be).
8. The Committee shall vote to decide upon every application for membership, and the Association shall reserve the power to reject any application without giving any reason.
9. The General Secretary shall notify the applicants about the results of their applications.
10. A member may lose his membership under the following conditions:
 - 10.1 When he sends a one-month Notice of Withdrawal from Membership to the Association.
 - 10.2 When he falls into arrears of payment for monthly subscriptions for twelve months and fails to pay up within one month of a registered letter of demand from the Association.
 - 10.3 When he winds up his business, his representatives shall quit the office of the Association and he shall cease to be a member automatically.
 - 10.4 If a member is found to have purposely violated or broken the Rules of the Association, the Association may, with the consent of a Committee Meeting with two-thirds majority, expel him immediately. However, a fourteen - day notice will be given to him so that he may have an opportunity to answer the charges.
 - 10.5 An expelled or withdrawing member should pay up all arrears of subscriptions and other dues to the date of his expulsion or withdrawal.

CHAPTER 4 - PRIVILEGES AND DUTIES

11. All members of the Association shall enjoy the following privileges:
 - 11.1 Subject to Article 6.2, all members have the right to speak and vote.
 - 11.2 Subject to Article 6.2, all members have the right to elect and to be elected.
 - 11.3 To request the Association for help to settle business disputes among members.
 - 11.4 To request the Association for assistance in commercial negotiations.
 - 11.5 To join trade missions organized by the Association.
 - 11.6 To enjoy all other privileges in the Association.
12. All members shall fulfill the following duties:
 - 12.1 To abide by the Rules of the Association.
 - 12.2 To observe the resolutions of General Meetings and Committee Meetings.
 - 12.3 To pay for entrance fees and monthly or yearly subscriptions.
 - 12.4 To assist the Association to conduct business smoothly.
 - 12.5 To help maintain funds for expenditures incurred by the Association.
 - 12.6 To contribute to the special funds raised by the Association such as building fund, education fund, cultural fund and social welfare fund.

CHAPTER 5 - ORGANISATION

13. The Committee of the Association is formed by the 23 Committee Members voted by ballot and elected by members in the year of election. This new Committee then appoints 2 Members to form the new session of Committee for a term of 2 years. These 2 appointed committee members shall have no voting rights in the committee.
14. The Committee comprises a President, two vice Presidents, a General Secretary and an Assistant, a Treasurer and an Assistant, a Supervisor and an Assistant, a Correspondence Officer and an Assistant, a Public Relation Officer and an Assistant, a Recreation Officer and an Assistant, 8 Ordinary Committee Members and 2 Appointed Committee Members.



15. The organization of the Association shall be as follows:

Trustees	President & Vice Presidents	General Secretary & Assistant Treasurer & Assistant Public Relation Officer & Assistant Recreation Officer & Assistant Correspondence Officer & Assistant Supervisor & Assistant Ordinary Committee Members Appointed Committee Members
General Meeting	Committee Sub-Committee	

16. The term of office for the Committee Members of the Association is 2 years. The President shall not hold office for 3 sessions consecutively. The Treasurer shall not be re-elected to the same position for a second term with the exception of the Assistant Treasurer.

17. The incumbent Committee should not relinquish its duties until the new Committee has taken office.

18. When the President or a Vice - President or any other office- bearer vacates his office, the Committee shall conduct a supplementary election among the Committee Members to fill the vacancy and the vacancies of Ordinary Committee Members shall be filled by the candidates in order of votes received from the election at the General Meeting. The Office-bearer so supplementarily elected and the Ordinary Committee Member so supplementarily appointed shall act for the remainder of the existing term of office.

19. If a Committee Member is found to have engaged in malpractices or irresponsible behavior, a General Meeting convened for the purpose may expel him from his office and he shall cease to hold office immediately.

20. The Trustees of the Association shall be elected by the Committee and passed by the General Meeting. There shall be a minimum of 2 to a maximum of 5 Trustees with unlimited term of office.

21. A Trustee may resign his trusteeship at any time. If a Trustee dies or becomes a lunatic or of unsound mind or moves permanently or is absent from the Republic of Singapore for more than one year or quits the company which he represents as a member, he shall be deemed to have resigned his trusteeship. If a Trustee is guilty of misconduct of such a kind as to render him undesirable that he continues as a Trustee, a General Meeting may remove him from his trusteeship.

22. Vacancies in trusteeship may be filled by election at a General Meeting.

23. Notice of any proposal to remove a Trustee from his trusteeship or to appoint a new Trustee to fill vacancy must be given publicly in the Association's premises one week before the General Meeting at which such proposal is to be discussed. The result of such Meeting shall then be notified to the Registrar of Societies.

CHAPTER 6 - FUNCTIONS AND POWERS

24. The General Meeting of members shall be the highest authority of the Association.

25. The functions and powers of the organizations in the Association shall be as follows:

25.1 General Meeting of members

25.1.a To draw up and amend and alter the Rules.

25.1.b To elect or dismiss Committee Members and Trustees.

25.1.c To decide the purchases and sales of the immovable properties of the Association.

25.1.d To pass the Annual General Report of the Committee.



- 25.1.e To pass the Annual Statement of Accounts presented by the Treasurer.
- 25.1.f To discuss and to vote for the Budget and Financial Report.
- 25.1.g To discuss and to vote for all matters left unsettled by the Committee.

- 25.2 Committee
 - 25.2.a To carry out the provisions of the Rules and the resolutions of the General Meeting.
 - 25.2.b To form or dissolve a Sub - Committee.
 - 25.2.c To appoint Permanent Honorary Presidents, Honorary Presidents, Consultants for Committee Affairs and Legal Advisers.
 - 25.2.d To rent spaces or hire equipments for the Association's business and activities.
 - 25.2.e To sent representatives to any meetings in connection of the Association.
 - 25.2.f To employ and dismiss staff members.

- 25.3 The Trustees shall keep all immovable properties of the Association and register them in their names with the local government, subject to a declaration of trust.

- 26. The functions and powers of the office - bearers shall be as follows:
 - 26.1 The President shall keep the official seal of the Association, shall represent the Association with full authority in the dealings with outside persons and shall carry out resolutions of all Meetings and conduct all business and activities in the Association. He shall preside over the General Meetings and the Committee Meetings.
 - 26.2 The General Secretary shall take charge of matters not specifically assigned to the other office - bearers. He shall deputise for the President when the President and the Vice - Presidents are absent simultaneously.
 - 26.3 The Treasurer shall plan and manage the receipts and payments of the Association, shall draft annual budgets and financial reports, and shall take charge of all returns and proclamations of the Association's accounts.
 - 26.4 The Supervisor shall supervise all matters conducted by the Committee.
 - 26.5 The Correspondence Officer shall write and draft all documents of the Association, shall supervise the staff to receive, transmit and keep all papers and shall make minutes for all Meetings in the Association.
 - 26.6 The Public Relation Officer shall promote friendly contacts between members and receiving guests.
 - 26.7 The Recreation Officers shall handle all matters concerning the welfare and recreation of members.
 - 26.8 The Vice - Presidents and the Assistant Officer - Bearers shall assist the President and the Chief Office - Bearers respectively in the management of affairs and shall deputise for them in their absence.

CHAPTER 7 - MEETINGS

- 27. The Meetings of the Association shall consist of the followings:
 - 27.1 Annual General Meeting.
 - 27.2 Extraordinary General Meeting.
 - 27.3 Regular Committee Meeting.
 - 27.4 Extraordinary Committee Meeting.
 - 27.5 Sub - Committee Meeting.

- 28. An Annual General Meeting will be held in November every year. It will be convened by the Committee giving notice in writings one week in advance of the Meeting.

- 29. The Committee may convene an Extraordinary General Meeting at any time when it thinks necessary for the consideration of vital problems. At other time it will convene an extraordinary General Meeting at a joint written request by at least one - fifth of the Corporate Members or at least ten Committee Members giving reasons provided that at least three - fourth of the requesting members or Committee Members must attend such Meeting otherwise the Meeting will be cancelled.



30. More than one - third of the Corporate Members present will form a quorum for an Annual General Meeting. A simple majority is required to pass a resolution. In the event of there being no quorum at the commencement of Annual General Meeting, the meeting shall be adjourned for half an hour and should the number the present be insufficient to form a quorum, those present shall be considered a quorum, but they shall have no power to amend any part of the existing Constitution.
31. The President shall be the official Chairman of the Annual and Extraordinary General Meeting. If the President and Vice Presidents are absent, the members present may nominate and elect a member to chair the meeting.
32. A Regular Committee Meeting shall be held at least once in two months after a one-week's notice given by the President to all Committee Members. The President may call an Extraordinary Committee Meeting by giving a three days' notice at any time when he thinks necessary.
33. More than half of the Committee Members must be present for the proceedings of a Regular or an Extraordinary Committee Meeting to be valid, and a simple majority vote shall be required to pass a resolution. In the event of equality of votes, the Chairman may have a casting vote.
34. The President shall be the official Chairman of Regular and Extraordinary Committee Meetings. If the President and the Vice Presidents are absent, the General Secretary will chair the Meeting.
35. The various Sub-Committee Meetings shall be convened by their various chief office-bearers respectively and the resolutions passed at a Sub-Committee Meetings must be reported to the Committee for confirmation.
36. If a Committee Member is unable to attend a Committee Meeting, he should submit a letter requesting for leave. If he absents himself from Committee Meetings for three times consecutively without leave or he continues to ask for leave for four times consecutively except for the reason that he is sick or abroad for official business, he shall be deemed as having resigned his office in the Association automatically, and the vacancy created by him shall be dealt with by the Committee according to Article 18 of the Rules.

CHAPTER 8 - FINANCE AND EXPENSES

37. The Treasurer shall prepare an Annual Statement of Accounts and present it to a qualified accountant for audit and then make a Financial Report to the Annual General Meeting.
38. The income of the Association shall be derived mainly from entrance fees, monthly or yearly subscriptions, special subscriptions and receipts from properties.
39. There is a one-time Entrance Fee for all Corporate Members. Implementation of Membership fees for Corporate Members will be done at the sole discretion of the Executive Committee.
40. Expenses incurred by the Association:
 - 40.1 Ordinary expenses as budgeted by the Treasurer and decided by the Committee.
 - 40.2 Special expenses exceeding S\$5,000 should be passed by the Committee before it could be put to use. Those in the amount of S\$5,000 or below may be put to use upon an agreement reached jointly by the Presidents, the General Secretaries and the Treasurers.
41. The Treasurer shall not keep more than one thousand dollars in the form of cash and money in excess of this will be deposited as fixed deposit in a bank or several banks to be named by the Committee. Cheques for withdrawals from banks will be signed jointly by any two persons among the President, the General Secretary and the Treasurer and be stamped with the official seal of the Association.



42. Purchases or sales of immovable properties and givings and raisings of loans for the Association shall not be effected except with the consent of a General Meeting of Corporate Members. All immovable properties purchased shall be vested in the Trustees.
43. The Committee has the right to readjust the entrance fee, monthly subscription and yearly subscription, subject to the approval of the General Meeting.

CHAPTER 9 - DISSOLUTION

- 44.1 The Association shall not be dissolved except with the consent of not less than three - fourth of the Corporate Members present at an Extraordinary General Meeting convened for the purpose.
- 44.2 In the event of the Association being dissolved, all debts and liabilities legally incurred on behalf of the Association shall be fully discharged and then all the Corporate Members will share the deficit or a General Meeting will decide upon the surplus as the case may be.
- 44.3 Notice of dissolution shall be given within seven days of the dissolution to the Registrar of Societies.

CHAPTER 10 - SUPPLEMENTARY PROVISIONS

- 45.1 A member should submit his full address in Chinese and English to the Association and should notify the Association immediately of any change of address.
- 45.2 Notices sent either by post or by hand shall be considered as having been served on the following day, except when it is a Sunday or a public holiday.
- 45.3 A member should not excuse himself from abiding by the resolutions for the reason that he has not received such Notice.
46. The Committee shall fix an official seal for the Association and authorize the President to keep it.
47. Agreements, contracts or other important documents will be signed by the President, one of the two Vice - Presidents, and the General Secretary and be stamped with the official seal.
48. In the event of any question or matter arising out of any point which is not expressly provided for in the Rules, the Committee shall have the power to use its own discretion.
49. The Committee may draw up separately detailed management regulations for the Association.

CHAPTER 11 - PROHIBITIONS

- 50.1 Gambling of any kind and the playing of paikow or mahjong, 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 prohibited.
- 50.2 The funds of the Association shall not be used to pay the fines of members who have been convicted in Court.
- 50.3 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 relating to trade unions for the time being in force in Singapore.



- 50.4 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.
- 50.5 The Association shall not indulge in any political activity or allow its funds and/or premises to be used for political purposes.

CHAPTER 12 - AMENDMENTS TO RULES

51. No alterations or additions to these rules shall be made except at a General Meeting, and they shall not come into force without the prior sanction of the Registrar of Societies.

Note: The Amendment of Rules of the Association had been approved by the Registry of Societies on 23 September 2021. Reference No.: ROS299/47TAP.