
SINGAPORE INSTITUTE OF ARCHITECTS

Constitution & By-Laws





(A) Constitution Of The Singapore Institute Of Architects

1.0 NAME & LOCATION

- 1.1** The Institute shall be called “the Singapore Institute of Architects” (hereinafter referred to as “the Institute”). **Name**
- 1.2** The place of business of the Institute shall be 79B Neil Road Singapore 088904 or at such other place or places as may from time to time be decided by the Council and approved by the Registrar or Societies. **Place of Business**

2.0 OBJECTS

The objects of the Institute are

- 2.1** To study and/or promote the art, science and practice of architecture and the consideration and discussion of all questions relating to or affecting the profession of architecture;
- 2.2** To issue certificates to:
- Honorary Fellows,
 - Fellows (Life),
 - Fellows,
 - Corporate Members,
 - Corporate (Retired) Members,
 - Associate Members,
 - Student Members, and
 - Overseas Members
- of the Institute or to other persons in recognition of their proficiency in architecture or in any matters relating to the duties of an architect;
- 2.3** To hold examinations and courses of proficiency in the science or art of architecture and to award certificates thereof;
- 2.4** To obtain and disseminate among the members, information relating to/or affecting the profession and to print, sell, lend, publish, issue and circulate the records of transactions of the Institute or any papers, periodicals, books, circulars and other literary undertakings or any extracts therefrom as may seem conducive to the attainment of any of the objects of the Institute as slated herein;
- 2.5** To improve the technical knowledge of persons engaged in the architectural professional and with a view thereto to provide for the reading and discussion of papers, the delivery of lectures and the visiting of architectural and other works of interest;
- 2.6** To establish, form and maintain a library and collection of models, designs, drawing and other articles of interest in connection with the art or science of architecture;
- 2.7** To undertake research work and the compilation of statistics on matters of interest to the profession either on its own behalf or on behalf of other public bodies and to assist from the funds of the Institute any member so engaged;
- 2.8** To conduct and/or promote architectural competitions among members or among students, draughtsmen or others engaged in or in connection with the profession of architecture and to devote any portion of the funds of the Institute to the provision of prizes or medals therefor;
- 2.9** To devote any portion of the funds of the Institute to the formation or endowment of scholarships or otherwise assist the architectural education of students or others who may desire to qualify for the practice of architecture;

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- 2.10** To establish, undertake, superintend, administer and contribute to any charitable or benevolent fund from which may be made donations or advances to deserving persons who may be or have been engaged in the architectural profession or connected with any person engaged therein and to contribute to or otherwise assist any charitable or benevolent societies or undertakings;
- 2.11** To create, establish, and/or undertake and execute any trusts which may seem to the Institute conducive to the attainment of any of the objects of the Institute as stated herein;
- 2.12** To purchase, lease, hire or otherwise acquire suitable premises for the use of the Institute and to manage, improve, develop and utilize any such premises and to sell, mortgage, let or otherwise dispose of the same;
- 2.13** To acquire by purchase, lease, gift or otherwise any real or personal property and any rights or privileges necessary or convenient for the purposes of the Institute and to resell, lease or sub-lease, mortgage, surrender, or turn to account, or otherwise dispose of such property, or any part thereof, and erect upon such land, any buildings or other structure for the purposes of the Institute and to alter, add to or maintain the same;
- 2.14** To invest the monies of the Institute not immediately required in such manner as may from time to time be determined by the Council;
- 2.15** To accept any bequest, gift or donation made to the Institute by a member of the Institute or otherwise;
- 2.16** To provide facilities for the mutual assistance of and social intercourse between members of the Institute;
- 2.17** To borrow any monies required for the purposes of the Institute upon such terms and upon such security as may be determined by the Council;
- 2.18** To pay the costs, charges and expenses preliminary and incidental to the promotion, formation, establishment and registration of the Institute;
- 2.19** To procure the Institute to be registered or recognised in any overseas country and place;
- 2.20** To provide for facilities for interchange with other associations carrying on similar work, or with government departments, statutory bodies, educational and scientific bodies engaged in research on matters relating to the work, theory or practice of architecture;
- 2.21** To arrange for alliance or affiliation with any Institution, association or society with similar objects to those of the Institute on such terms or conditions as may be in the interests of the Institute;
- 2.22** To institute, carry on or discontinue any legal proceedings in the name of the Institute or of its officers, servants or members for the recovery of any debt or demand claimed by or on behalf of the Institute or for the assertion of any actual or supposed rights or privileges of the Institute or any member thereof (except Allied Member consisting of a corporation, company or firm) and to defend any legal proceedings commenced against the Institute or any member thereof (except Allied Member consisting of a corporation, company or firm) in his capacity of representing the Institute and to pay any cost or charge incurred in connection with such legal proceedings;

- 2.23 To hold exhibition of works of architectural interest and to devote any portion of the funds of the Institute to this purpose;
- 2.24 To lay down a Code of Professional Conduct which shall be binding on all members, to recommend Conditions of Engagement and a Scale of Professional Charges, and to regulate the practice of the profession of architecture by its members;
- 2.25 To enter into arrangements for joint working with other associations, societies or institutions, corporations and other bodies, whether government or non government, relating to architectural matters, the building trade and other allied subjects;
- 2.26 To represent, express and give effect to the views and opinions of architects on architectural matters of all kinds;
- 2.27 To appoint Fellows (Life) or Fellows or Fellows (Retired), or Corporate Members or Corporate (Retired) Members to be arbitrators to resolve any disputes referred to the Institute including disputes between registered architects, disputes between a registered architect and any other person, and disputes between parties to a building contract, or by such other means as may be appropriate;
- 2.28 To assist in the selection of Fellows (Life), Fellows, or and corporate Members for architectural commissions when requested;
- 2.29 To do all such lawful things as are incidental or conducive to the attainment of the above objects or any of them.

3.0 RESTRICTIONS

The Institute, as a professional and learned body, shall not attempt to restrict or in any other manner interfere with trade or prices or engage in any trade union activities as defined in any written law relating to trade unions for the time being in force in Singapore provided always that nothing herein should restrict the Institute in the attainments of its objects as specified in Clause 2.24 hereof.

4.0 MEMBERSHIP

- 4.1 The membership of the Institute shall consist of
 - Honorary Fellows,
 - Fellows (Life)
 - Fellows
 - Fellows (Retired),
 - Corporate Members,
 - Corporate (Retired) Members,
 - Associate Members,
 - Student Members,
 - Overseas Members, and Allied Members.

Categories

4.2

Qualifications

- 4.2(1) Honorary Fellows shall be persons whom the Council is desirous to elect on account of their knowledge of architecture, law, education or kindred arts or sciences or on account of services rendered by them in the interest of the architectural profession. Such Honorary Fellow Members shall remain Honorary Fellow Members unless removed by resolution at a Council Meeting. Persons who are Honorary Members of the Institute as at 16th March 2005 shall be Honorary Fellow Members.

Honorary Fellows



Rights & Privileges:

Subject to Clause 4.5(1), Honorary Fellows shall have all rights and privileges afforded to members under this Constitution, including in regard to legal proceedings under clause 2.22, save that Honorary Fellows shall not be entitled to vote at General Meetings of the Institute.

- 4.2(2) Fellows (Life) may be conferred on Fellows who have been Fellows for at least 10 years and have reached the age of 60. The Council may, at its sole discretion, confer in any one year Fellows (Life). Fellows (Life) shall not be required to pay any entrance fee or subscription. **Fellows (Life)**

Rights & Privileges:

Subject to Clause 4.5(1), Fellows (Life) shall have all rights and privileges afforded to members under this Constitution, including:

- (a) to affix initials after his name in accordance with clause 4.5(5),
- (b) in regard to legal proceedings under clause 2.22, and
- (c) that Fellows (Life) shall be entitled to vote at General Meetings of the Institute.

- 4.2(3) Fellows shall be persons: **Fellows**

- (a) who have been Corporate Members of the Institute for 15 years or more;
- (b) and one of the following three:-
 - (i) who have been a Council Member of the Institute for at least 5 years or
 - (ii) who have been engaged in a senior position of responsibility in architecture or of equivalent standing or
 - (iii) who have been past Presidents of the Institute's Council and
 - (iv) who have satisfied the Council that they are worthy of to be Fellows.

Rights & Privileges:

Subject to Clause 4.5(1), Fellows shall have all rights and privileges afforded to members under this Constitution, including:

- (a) to affix initials after his name in accordance with clause 4.5(5),
- (b) in regard to legal proceedings under clause 2.22, and
- (c) that Fellows shall be entitled to vote at General Meetings of the Institute.

- 4.2(4) Fellows (Retired) shall be Fellows who are 60 years of age and do not hold any practising certificate (but who remain on the Board of Architects' register of architects, unless removed pursuant to Section 17B(1) of the Architects Act as amended or re-enacted from time to time). **Fellows (Retired)**

Rights & Privileges:

Subject to Clause 4.5(1), Fellows (Retired) shall have all rights and privileges afforded to members under this Constitution, including:

- (a) to affix initials after his name in accordance with clause 4.5(5),
- (b) in regard to legal proceedings under clause 2.22, and
- (c) that Fellows (Retired) shall be entitled to vote at General Meetings of the Institute.

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- 4.2(5) (i) Persons who are Members of the Institute as at 28th February 1984 shall be Corporate Members
- (ii) Except for persons who are Corporate Members by virtue of the provisions of Clause 4.2(3)(i) hereof, Corporate Members shall be persons who are registered or qualified to be registered within the provisions of the Architects Act as amended or re-enacted from time to time (hereinafter called "The Act").

Rights & Privileges:

Subject to Clause 4.5(1), Corporate Members shall have all rights and privileges afforded to members under this Constitution, including:

- (a) to affix initials after his name in accordance with clause 4.5(5),
- (b) in regard to legal proceedings under clause 2.22, and
- (c) that Corporate Members shall be entitled to vote at General Meetings of the Institute.

- 4.2(6) (i) Corporate (Retired) membership may be conferred, on application by Corporate Members, by the Council, at its sole discretion. Such Corporate Members shall have attained 60 years of age and shall not hold any practising certificate
- (ii) or in the case of Corporate Members below 60 years of age and who are inactive in practice and not hold any practising certificate (but who remain on the Board of Architects' register of architects, unless removed pursuant to Section 17B(1) of the Architects Act as amended or re-enacted from time to time) and genuinely wish to retire early or due to health or other reasons acceptable to Council.

Rights & Privileges:

Subject to Clause 4.5(1), Corporate (Retired) Members shall have all rights and privileges afforded to members under this Constitution, including:

- (a) to affix initials after his name in accordance with clause 4.5(5),
- (b) in regard to legal proceedings under clause 2.22, and
- (c) that Corporate (Retired) Members shall be entitled to vote at General Meetings of the Institute.

- 4.2(7) There shall be four classes of Associate Members: **Associate Members**
- (i) Persons who are Associate Members of the Institute as at 28th February 1984 shall be Associate Members.
- (ii) Persons
- (a) who are not (i) registered; or (ii) entitled to registration or who the Board of Architects has refused to register; within the provisions of the Architects Act as amended or re-enacted from time to time,
 - (b) who have been engaged in architectural work for not less than 5 years under the supervision of an architect with a practising certificate in Singapore, and
 - (c) who graduates with degrees acceptable to Council.
- (iii) Persons who are voting members of organizations which are members of Architects Regional Council Asia (hereinafter called "ARCASIA") or Commonwealth Association of Architects (hereinafter called "CAA") or International Union of Architects (hereinafter called "UIA").

Rights & Privileges:

Subject to Clause 4.5(1), Associate Members shall have all rights and privileges afforded to members under this Constitution, including:



- (a) to affix initials after his name in accordance with clause 4.5(5), and
- (b) in regard to legal proceedings under clause 2.22, save that Associate Members shall not be entitled to vote at General Meetings of the Institute.

4.2(8) Student Members shall be undergraduates with a full time course in architecture in a university or educational institute recognised or acceptable to the Council. **Student Members**

Rights & Privileges:

Subject to Clause 4.5(1), Student Members shall have all rights and privileges afforded to members under this Constitution, including in regard to legal proceedings under clause 2.22, save that Student Members shall not be entitled to vote at General Meetings of the Institute except in accordance with Clause 6.1(1)(iii).

4.2(9) (i) Persons who are registered or otherwise appropriately recognized in countries other than Singapore and have been in the practice of architecture in that country for at least 5 years shall be eligible to be Overseas Members. **Overseas Members**

Rights & Privileges:

Subject to Clause 4.5(1), Overseas Members shall have all rights and privileges afforded to members under this Constitution, including in regard to legal proceedings under clause 2.22, save that Overseas Members shall not be entitled to vote at General Meetings of the Institute.

4.2(10) Allied Members shall include corporations, companies, firms and individual persons whose businesses are related to the building and construction industry or the real estate industry. **Allied Member**

Rights & Privileges:

Subject to Clause 4.5(1), Allied Members shall have all rights and privileges afforded to members under this Constitution, including:

- (a) to be entitled to use the Institute's designated logo or mark designed Exclusively for Allied Members in accordance with clause 4.5(5), and
- (b) in regard to legal proceedings under clause 2.22, save that Allied Members shall not be entitled to attend or vote at General Meetings of the Institute. Such rights and privileges shall only be applicable to the nominees representing the member corporation, company or firm, and such nominees shall not be changed without approval in writing by the Institute. Reference to "members" and "membership" in this Constitution shall, in regard to Allied Members, mean reference to the "nominee(s)" or to the "corporation, company or firm" as may be appropriate to the context.

4.3 The procedures for the admission of members of the Institute shall be as provided in the By-Laws. **Admission Procedures**

4.4 **Transfers**

4.4(1) A member other than an Honorary Fellow, who by virtue of change in his professional status or qualifications ceases to be eligible for the category of membership to which he then belongs but who is eligible for another category of membership shall, within 3 months of such a change in his status or qualifications as aforesaid taking place, apply to be transferred to such category of membership for which he is eligible.

4.4(2) The procedure for the application for transfer shall be that for the application for membership as far as the same are applicable and the provisions in the By-Laws in respect of the procedure for application for membership shall, mutatis mutandis, apply.

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4.4(3) The Council may, upon being aware of a change in status or qualifications of a member, request that member to apply to be transferred to another category of membership for which he is eligible provided always that the fact that such a request is made by the Council shall not prevent the Council from subsequently rejecting that member's application for transfer.

4.4(4) The membership of a member who fails to apply for transfer either in accordance with Clause 4.4(1) hereof or within 30 days from the date of the Council's request under Clause 4.4(3) hereof may be terminated in the manner provided in the By-Laws.

4.5

Rights & Privileges of Members Meetings

4.5(1) (i) Every member, provided that he shall not be in arrears in the payment of any monies due and payable to the Institute, shall be entitled to receive notification of and to attend all General Meetings of the Institute subject to the provisions of clauses 4.5(1)(ii) and 4.5(1)(iii) and 4.5(1)(vi) hereof.

(ii) Student Members and Associate Members may attend the General Meetings of the Institute and shall be entitled to participate in any discussions or debates therein and shall be entitled to vote only with respect to Clause 6.1(1)(iii).

(iii) Only Fellows (Life), Fellows, Fellows (Retired), Corporate Members, and Corporate (Retired) Members shall be entitled to vote at General Meetings.

(iv) Only Fellows (Life), Fellows, Fellows (Retired), Corporate Members, and Corporate (Retired) Members shall be entitled to call for an Extra Ordinary General Meeting.

(v) Only Fellows (Life), Fellows, Fellows (Retired), Corporate Members, and Corporate (Retired) Members who are not directors or employees of any firm of contractors shall be entitled to be elected or hold office as members of Council or as office-bearers.

(vi) Notwithstanding any other provisions to the contrary herein, Allied Members shall not be entitled to attend or participate in the General Meetings of the Institute, nor shall they be entitled to receive any notices issued in connection with the General Meetings.

4.5(2) Every member shall be entitled to receive free of charge or at such discount as may be determined by the Council from time to time publications and papers printed by the Institute and such circulars as the Council may from time to time publish provided that the distribution of such circulars may be restricted from time to time to such categories of members as the Council shall at its discretion deem fit.

Publications / Papers / Circulars

4.5(3) The President may appoint Fellows (Life), Fellows, Fellows (Retired), Corporate Members or Corporate (Retired) Members to act either as arbitrators or mediators or expert witnesses in any dispute. In addition, the President may from time to time appoint suitably qualified persons with the requisite expertise in arbitration or mediation as the case may be to act either as arbitrators or mediators in any dispute.

Appointment of Arbitrators, Mediators & Expert Witnesses

4.5(4) Only Fellow Members, Corporate Members or such members as the Council shall deem fit to appoint shall represent the Institute on outside bodies in Singapore or elsewhere.

Representation on Outside Bodies

4.5(5) (i) Every Fellow shall be entitled to affix the initials "FSIA" after his name.

Initials

(ii) Every Fellow (Life) shall be entitled to affix the initials "FSIA(Life)" after his name.

(iii) Every Fellow shall be entitled to affix the initials "FSIA(Retired)" after his name.

(iv) Every Corporate Member shall be entitled to affix the Initials "MSIA" after his name.

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- (v) Every Corporate (Retired) Member shall be entitled to affix the initials "MSIA(Retired)" after his name.
- (vi) Every Associate Member shall be entitled to affix the initials "ASIA" after his name
- (vii) Every Past President shall be entitled to affix the initials "PPSIA" after his name.
- (viii) No other member may use any initials after his name to denote membership of the Institute.
- (ix) Every Allied Member shall be entitled to use the Institute's designated logo or mark designed exclusively for Allied Members to show that he is an Allied Member of the Institute.
- (x) The Council shall have the sole discretion to allow different categories of membership to affix the relevant suffix next to the members' names.

4.6

Disciplinary Action

4.6(1)

Any member may be disciplined either by way of fine, reprimand, suspension or expulsion from the Institute or by way of a combination of these punishments for any one or more of the following reasons:

Reasons

- (i) Making a false declaration in his application for membership or for transfer to another category of membership.
- (ii) Failing to observe the Code of Professional Conduct.
- (iii) Having been disciplined or suspended from practice by the Board of Architects of Singapore, or any similar foreign regulatory body.
- (iv) Conducting or having conducted himself in a manner which in the opinion of the Council is derogatory to his professional character.
- (v) Having been disciplined, suspended or expelled by an organisation of architects outside Singapore which is recognised by the Council.
- (vi) Having been convicted of any offence under the Act or under similar legislation in the country of his domicile.
- (vii) Having been convicted of any offence under the building, planning or related laws of Singapore or elsewhere.
- (viii) Having been convicted of a criminal offence, implying a defect of character which makes him unfit to be a member of the Institute.

4.6(2)

- (i) Where a member has been disciplined or suspended from practice by the Board of Architects of Singapore or any similar foreign regulatory body, or has been convicted of an offence under the Act or under similar legislation in the country of his domicile the Council may forthwith by special resolution passed by at least two-thirds of the Council members present and voting take such disciplinary action by way of reprimand, suspension or expulsion against that member as the Council may deem fit.
- (ii) Such disciplinary action shall be valid notwithstanding that the disciplinary action taken against the member by the Board of Architects of Singapore and/or by any other regulatory body and/or any conviction of that member may subsequently be rescinded, revoked, abated or quashed.

Disciplinary Action by Regulatory Bodies, or Conviction

4.6(3)

In any other case the Council shall take such steps as are provided in the By- Laws and thereafter shall have the power by resolution passed by at least two- thirds of the Council members and voting to take disciplinary action against any member by way of reprimand, suspension or expulsion.

Other Cases

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- 4.6(4) Where a member is suspended or expelled, he shall cease to be entitled to any rights and privileges with effect from the date of suspension or expulsion, as the case may be. **Suspension or Cessation of Rights and Privileges**
- 4.7** **Re-application / Reinstatement Expelled Members**
- 4.7(1) (i) Where a member has been expelled by the Institute as a result of being expelled or suspended by the Board of Architects of Singapore and/ or a similar foreign regulatory body, he may re-apply to the Council for membership upon being reinstated by the Board of Architects of Singapore and/or the said regulatory body, as the case may be.
- (ii) In any other case, an expelled member may re-apply for membership after three years from the date of his expulsion.
- (iii) Every re-application for membership shall be made in the same manner as that prescribed for the application for admission of members. In addition, each re-application shall be accompanied by statements by the requisite sponsors each testifying to the effect that that member is now fit to be re-admitted.
- (iv) The Council shall have power by resolution passed by at least two thirds of the Council members present and voting to re-admit any expelled member.
- 4.7(2) A member who has been suspended shall be automatically reinstated at the expiration of the period of suspension. **Suspended Members**
- 4.7(3) The Honorary Secretary shall inform the person against whom disciplinary action has been taken within fourteen days of the action being taken and in the event of his reinstatement he shall be duly informed. **Information**
- 4.7(4) The Council shall have the right to publicise the disciplinary action taken against any member provided that the same avenue of publicity shall be used to announce the reinstatement/re-admission of that member. **Publicity**
- 4.8** **Resignation**
- Any member intending to resign from the Institute shall give notice of his intention to do so in writing to be received by the Honorary Secretary on or before the first day of December in any year and in default of his doing so the member shall be liable to pay the full subscription for the following year, provided always that the resignation of any member shall not affect any liability already incurred by that member to the Institute in respect of arrears of subscriptions or otherwise prior to the date of resignation.
- 4.9** **Termination of Membership**
- 4.9(1) A member shall be liable to have his membership terminated for any one or more of the following reasons:
- (i) He fails or refuses to apply for transfer to another category of membership in accordance with the provisions of Clause 4.4 hereof.
- (ii) He is no longer eligible for the category of membership to which he then belongs, and is not eligible for any other category of membership.
- (iii) He dies or becomes a bankrupt, or is in arrear in the payment of subscriptions or any levy or charge authorised by the General Meeting of the members for three months, or compound with or make an assignment of his property for the benefit of his creditors.
- (iv) He is declared insane, or becomes of unsound mind.



- (v) If the Allied Member is a corporation, company, or firm, a winding up petition is presented against the member, or any receiver or manager or judicial manager is appointed over the member's assets or business or the corporation, company, or firm enters into a scheme of arrangement with its creditors.

4.9(2) The procedure for the termination of the membership of any member shall be as provided in the By-Laws. **Procedure**

4.10 A register of all categories of membership shall be kept by the Institute and the name and address of every member shall be written in such register. **Membership Roll**

5.0 FINANCE

5.1 **Subscriptions and Entrance Fees**

5.1(1) (i) The amount of entrance fees payable by members shall be as determined by the Council from time to time. A member who changes or transfers his category of membership shall not be required to pay any additional entrance fees.

(ii) The amount of subscription payable by members shall be determined by the Council from time to time.

(iii) The Council shall have the sole discretion to waive from time to time any entrance fee or subscription.

5.1(2) Annual subscriptions shall be paid in advance and shall be due to the first day of January of each and every year irrespective of the date of payment of the first subscription. **Due Date**

5.1(3) Every applicant for membership shall submit with his application form the appropriate entrance fee and the full amount of the annual subscription payable in respect of the year in which the application is made provided always that where an application is submitted on or after the thirtieth day of June of any year, the applicant shall be liable to pay the appropriate entrance fee and only one half of the annual subscription payable in respect of that year. **First Payment**

5.1(4) Every applicant for transfer to another category of membership shall submit with his application form the difference between the annual subscription paid by him in respect of the category of membership to which he then belongs and the amount of the annual subscription payable in respect of the category of membership to which he is applying to be transferred, regardless of the date of application and provided always that the Council shall in no event be liable to make any refunds to the applicant where the subscription payable in respect of the latter category are lower than those payable in respect of the former. **Transfer**

5.1(5) (i) If the subscription or any part thereof of any member shall remain unpaid at the expiration of two months after the same is or becomes due, the rights and privileges of that member shall be automatically suspended in the manner as provided in the By-Laws.

(ii) If the subscription or any part thereof of any member shall remain unpaid at the expiration of ninety days after the same is or becomes due, the membership of that member may be terminated by the Council in the manner as provided in the By-Laws.

(iii) A member whose membership has been terminated as aforesaid may be reinstated by the Council in the manner as provided in the By-Laws.

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| 5.2 | The Council shall have the power to remunerate any officer or servant of the Institute or any other person in consideration of any service or services rendered to the Institute. | Remuneration |
| 5.3 | The Council shall have the power to pay interest on monies owed or owing by the Institute to any person or persons. | Interest |
| 5.4 | | Annual Budget |
| 5.4(1) | The Annual Budget of the Institute or any amendment thereto shall be approved by the Council by resolution passed by at least two-thirds of the Council members present and voting before the same may be implemented. | |
| 5.4(2) | The Annual Budget shall be prepared and implemented by the Administration and Finance Committee. | |
| 5.5 | | Records |
| 5.5(1) | The Council shall cause to be kept a true account of all monies received and expended by the Institute and of all monetary transactions and of the assets and liabilities of the Institute. | |
| 5.5(2) | Subject to such reasonable restrictions that may be imposed by the Council from time to time the accounts of the Institute shall be open to inspection by Fellows (Life), Fellows, Fellows (Retired), Corporate Members or Corporate (Retired) Members provided that a request therefore shall have been made to the Honorary Treasurer in writing at least seven days prior to the proposed date of inspection. | |
| 5.6 | At least once in every year the accounts of the Institute shall be audited by one or more qualified auditors who shall not be members of the Institute. | Audit |
| 5.7 | The financial year of the Institute shall be from the 1st day of January to the 31st day of December or any such period of twelve calendar months as the Council shall determine from time to time. | Financial Year |
| 5.8 | The Income and the property of the Institute whencesoever derived shall be applied solely towards the promotion of the objects of the Institute. | Disbursement |

6.0 COUNCIL

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| 6.1 | A Council consisting of: | Composition |
| 6.1(1) | <ul style="list-style-type: none"> (i) five Office Bearers, namely a President, a First Vice-President whose responsibilities shall include professional development matters, a Second Vice President whose responsibilities shall include practice matters and administration, an Honorary Secretary and an Honorary Treasurer; (ii) thirteen other members one of whom shall be the incumbent President in the event that he is not re-elected the post of President, and then in the event that the incumbent President is so re-elected, one of the said thirteen members shall be the person who held office as President immediately prior to the said incumbent President; and (iii) 2 additional members who shall be Corporate Members with up to 5 years of corporate membership shall be nominated and elected by Associate and Student Members to represent their interests. (iv) the President or an Architect Board Member or the Registrar of the Board of Architects, Singapore; | |

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shall be elected at each Annual General Meeting of the Institute, except for the President or an architect who is a member of the Board of Architects, Singapore, who shall be ex-officio member.

- 6.1(2) The Council may co-opt up to 5 advisors/observers to sit on the Council, and such members shall hold office until the Annual General Meeting following their co-option. Such co-opted members shall not have a vote at the meetings of the Council and shall not be deemed to be members of the Council. They shall be called advisors/observers.

6.2

Qualifications

- 6.2(1) Subject to Clause 6.2(2) every member of the Council shall be a Singapore citizen or permanent resident and shall either be a Fellow (Life), Fellow, Fellow (Retired), Corporate Member or Corporate (Retired) Member of the Institute for at least five years prior to being elected as member of the Council or being a Fellow (Life), Fellow, Fellow (Retired), Corporate Member or Corporate (Retired) Member, has prior to being so elected either:

- (i) served as a member of a committee of the Institute for at least two terms of the Council; or
- (ii) has represented the Institute in an official capacity on an outside body for at least two terms of the Council; or
- (iii) has served as a chairman of a committee of the Institute for at least one term of the Council.

In the context of this clause, the word “committee” shall include any board, committee, ad hoc committee and sub-committee.

- 6.2(2) An office-bearer shall be a Singapore citizen and shall have served as a member of the Council for at least two full terms prior to being elected as an office-bearer.

6.3

Restrictions

- 6.3(1) An office-bearer other than the Honorary Treasurer who has held any office for three consecutive terms as at the date of election shall not be elected to that same office.

- 6.3(2) The Honorary Treasurer shall hold office for only one term of Council and shall not be eligible for re-election to the same office except after the expiration of two years from the date he last held office as Honorary Treasurer.

6.4

Elections

- 6.4(1) The Honorary Secretary shall, no later than twenty-one days before the day appointed for the Annual General Meeting cause to be delivered to every Fellow (Life), Fellow, Fellow (Retired), Corporate Member and Corporate (Retired) Member an invitation to nominate candidates for the posts of office-bearers and members of the Council, together with a nomination form and a list of the names of such Fellows (Life), Fellows, Fellows (Retired), Corporate Members or Corporate (Retired) Members who are eligible to be elected in accordance with the provisions herein.

Notification

- 6.4(2) No member shall be eligible to stand for or nominate any member for the post of Council or to vote at any general meeting of the Institute unless all payments due to the Institute have been paid by the due date.

Nomination

- (i) Nominations shall be made on the nomination forms referred to Clause 6.4(1). Each nomination form shall be returned to the Returning Officer together with a curriculum vitae of each candidate in such form as may be determined by the Council from time to time. The said forms together with the curriculum vitae aforesaid shall be returned to the Institute to reach the Returning Officer no later than fourteen days before the day appointed for the Annual General Meeting.

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- (ii) Each nomination shall be made by no less than two members respectively being a Fellow (Life), Fellow, Fellow (Retired), Corporate Member or Corporate (Retired) Members and consented to by the candidate in respect of whom the nomination is made.
 - (iii) Nominations not made in accordance with Clause 6.4 (including any nominations from the floor at the Annual General Meeting) shall not be accepted.
 - (iv) Every candidate and his respective proposer and seconder and each of them shall not be in arrear of his or their respective subscriptions or any part thereof as at the date of nomination.
 - (v) Every nomination form shall be sealed and delivered to the Returning Officer at the Secretariat and shall only be opened after the time specified for the closing of nominations.
 - (vi) Any nomination that is not made in accordance with the provisions herein shall be invalid.
- 6.4(3) (i) The Council shall no later than one month before the day appointed for the Annual General Meeting appoint a **Returning Officer**.
- (ii) The Returning Officer shall be a Fellow (Life), Fellow, Fellow (Retired), Corporate Member or Corporate (Retired) Member who shall not be standing for election. His duties shall be to verify the correctness and validity of nominations returned to him and to preside over the elections at the Annual General Meeting.
- 6.4(4) (i) The Returning Officer after verifying the eligibility of each nominee to be a candidate for election shall submit a list of the names of all eligible candidates to the Honorary Secretary who shall not later than ten days before the day appointed for the Annual General Meeting cause a copy of a list of such names to be sent to every Fellow (Life), Fellow, Fellow (Retired), Corporate Member or Corporate (Retired) Member eligible to vote. **List of Eligible Candidates**
- (ii) The names of such candidates shall be listed in alphabetical order and in the same typeface.
- 6.4(5) (i) The voting members at the Annual General Meeting shall elect two or more members who are respectively a Fellow (Life), Fellow, Fellow (Retired), Corporate Member or Corporate (Retired) Members who together with the Returning Officer shall be scrutineers of the elections. **Scrutineers**
- (ii) A candidate standing for election shall not be eligible to be a scrutineer.
- (iii) The scrutineers shall be under the direction of the Returning Officer and shall open and count the ballots. The Returning Officer's decision on any matter relating to the elections shall, subject to the provisions of the Constitution, be final.
- 6.4(6) (i) Where there is only one candidate for any post of office-bearer, that candidate shall be deemed to be duly elected and the Returning Officer shall so declare. Where there are two or more candidates for any post of office-bearer, the candidates with the most number of votes shall be deemed to be duly elected and the Returning Officer shall so declare. **Voting**



- (ii) Where there are equal or less candidates for election to be members of the Council other than as office-bearers, each such candidate shall be deemed to be duly elected and the Returning Officer shall so declare. Where there are more candidates than Council's position standing for election to be members of the Council other than as office-bearers, each Fellow (Life), Fellow, Fellow (Retired), Corporate Member or Corporate (Retired) Member present and voting shall vote for twelve or less candidates, casting one vote for each of those candidates. When voting is completed, the twelve candidates who, amongst those standing for election, have the most number of votes cast in their favour shall be deemed to be duly elected and the Returning Officer shall so declare.
- (iii) Voting shall be by electronic mode and no proxy shall be allowed. Each voting member shall be given (in the Notice of Annual General Meeting) instructions to access an electronic ballot paper which shall contain directions for its use and any ballot paper which fails to comply with any of such directions shall be rejected by the scrutineers and that vote shall be lost.
- (iv) In the event of an equality of votes between two or more candidates in respect of any vacancy, there shall be one recount of the votes cast in respect of those candidates. If after such recount, there remains an equality of votes, there shall be a recasting of votes for the candidates in respect of whom such equality remains. If there shall still be an equality of votes so recast, the chairman of the Annual General Meeting shall have the casting vote.
- (v) Voting shall be in electronic mode, and shall commence upon issuance of the List of Eligible Candidates, and shall end upon the closure of voting during the Annual General Meeting (which time shall be stated in the List of Eligible Candidates).

6.5

Vacation of Office

- 6.5(1) A member of the Council shall be deemed to have vacated his office forthwith in any one or more of the following events:
- (i) He ceases at any time after his election to possess the qualifications required under the provisions herein for holding the office to which he had been elected.
 - (ii) He fails at any time after his election within any one or more of the restrictions as provided herein from holding the office to which he had been elected.
 - (iii) He is reprimanded or suspended or expelled from the Institute or his membership is terminated by the Council.
 - (iv) He has absented himself from more than three consecutive meetings of the Council without the leave of the Council.

6.6

Proceedings of the Council

- 6.6(1) No business shall be transacted at any meeting of the Council unless a quorum is present at the time when the meeting proceeds to business. At least 50% of the members of the Council present in person shall form a quorum.
- 6.6(2) If after half an hour from the time appointed for the Council meeting a quorum is not present, the Council may proceed only to discuss business which does not require a vote or to receive reports on which no decisions are necessary to be made.
- 6.6(3) If after one hour from the time specified for the Council meeting a quorum is still not present, the meeting shall be dissolved.
- 6.6(4) At any Council meeting a motion put to the vote of the meeting shall be proposed and seconded and shall be decided, unless otherwise expressly provided herein, on a simple majority vote and by a show of hands unless a poll is demanded by not less than half of the Council members present or the chairman or the proposer of the motion.

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- 6.6(5) Unless a poll is so demanded a declaration by the chairman that a motion has on a show of hands been carried or carried unanimously, or by a particular majority, or lost, and an entry to that effect in the book containing the minutes of the proceedings of the Council shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against the motion.
- 6.6(6) If a poll is duly demanded it shall be taken in such manner and either at once or after an interval or adjournment or otherwise as the chairman directs and the result of the poll shall be the resolution of the meeting at which the poll was demanded, but a poll demanded on the election of a chairman or on a question of adjournment shall be taken forthwith.
- 6.6(7) In the case of an equality of votes, whether on a show of hands or on poll, the chairman of the meeting at which the show of hands takes place or at which the poll is demanded shall be entitled to a second or casting vote.
- 6.6(8) The Council shall cause to be made in a book provided for that purpose minutes of all resolutions and proceedings at all meetings of the Council. Such minutes shall not be open to inspection by any member of the Institute except such portions thereof as may be approved by the Council pursuant to a specific request therefore.

6.7

Powers and Duties

- 6.7(1) The business of the Institute shall be managed by the Council which may exercise all such powers of the Institute as are not by this Constitution required to be exercised by the Institute in General Meeting, subject, nevertheless, to any of the provisions of this Constitution and to such rules, being not inconsistent with the aforesaid provisions, as may be prescribed by the Institute in General Meeting, but no rule made by the Institute in General Meeting shall invalidate any prior act of the Council which would have been valid if that rule had not been made.
- 6.7(2) The Council shall have power to create or appoint from time to time such boards committees as it deems fit to assist the Council in the management of the business of the Institute and in particular but without limiting the generality of the foregoing shall have power to create or appoint such boards and committees as set out in the By-Laws.
- 6.7(3) The Council shall have power to appoint such members except Allied members of the Institute as it shall deem fit to represent the Institute in any association, organisation, corporate or government body.
- 6.7(4) The Council shall have power to promulgate a Code of Professional Conduct which shall be binding on all members of the Institute and to amend or revise the same from time to time provided such amendment or revision is confirmed by a resolution passed by not less than one half of the members of the Institute present and voting at an Extra Ordinary General Meeting called for that purpose.
- 6.7(5) The Council shall have power to prepare the Conditions of Engagement and a Scale of Professional Charges for the guidance of members of the Institute and to amend or revise the same provided such amendment or revision is confirmed in the manner described in Clause 6.7(4) herein.
- 6.7(6) The Council shall have power to appoint any Fellow (Life), Fellow, Fellow (Retired), Corporate Member or Corporate (Retired) Member to fill any vacancy in the Council that may occur during any year of office provided that such person so appointed shall hold office only until the next following Annual General Meeting.
- 6.7(7) The Council shall have power to take disciplinary action against any member by way of reprimand, suspension or expulsion in the manner provided herein.

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- 6.7(8) The Council shall have power to terminate the membership of any member and to reinstate the same in the manner provided herein.
- 6.7(9) The Council may in its absolute discretion charge an administrative fee in respect of any assistance rendered to any member and the amount of such fee for each case shall be determined by Council.
- 6.7(10) The Council shall have power to receive and take entrance fees and subscriptions and any donation or gift of money or property for any of the purposes and objects of the Institute whether subject to any special trust or not.
- 6.7(11) The Council shall have the power to prepare and establish Rules governing the conduct and procedure of mediation proceedings where a mediator is requested to be appointed by the President. The Council may from time to time vary or amend these Rules as it deems necessary.
- 6.7(12) The Council shall have the power to prepare and establish Rules governing the conduct and procedure of arbitration proceedings where an arbitrator is requested to be appointed by the President. The Council may from time to time vary or amend these Rules as it deems necessary.
- 6.7(13) The Council shall have the power to establish such Rules as it may deem necessary for the proper carrying out of the objects of the Institute and the Council may from time to time vary or amend these Rules as it deems necessary.

6.8 Any action taken by the Council or by any member thereof acting as such member shall, notwithstanding that it be afterwards discovered that there was some defect in appointment of the Council or any member thereof or of that member, or that any member of the Council or that member has been or is disqualified, be as valid as if every such member had been duly and properly appointed and qualified so to act.

Acts of the Council

6.9 The members of the Council shall enter upon their respective duties on and as from the day of their election or appointment and shall hold office until a new Council is elected, subject to the provisions of Clause 6.5 hereof.

Term of Office

6.10 The Chairman of any meeting of the Council shall be the President or in his absence the Vice-President or in the absence of both, the Honorary Secretary, or in the absence of these three, the Honorary Treasurer, or in the absence of these four, such Council member as the members present at the meeting shall elect.

Chairman

7.0 BOARDS AND COMMITTEES

7.1

Appointment

- 7.1(1) (i) The President of the Institute shall be the chairman of the Administration and Finance Committee.
- (ii) Other than the chairman of the Administration and Finance Committee, the respective chairman of each board and committee shall be appointed by the Council at the first meeting of the Council after the Council's election.
- (iii) The chairman of any ad-hoc committee shall be appointed by the Council as and when the need arises.
- (iv) The chairman of any sub-committee of a board or committee shall be appointed by the chairman of that board or committee.

Chairman

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7.1(2) Unless otherwise expressly provided herein, the members of any board or committee shall be appointed by the chairman of that board or committee, subject to the approval of the Council. **Members**

7.2 **Qualifications**

7.2(1) (i) The chairman of any board shall be a Fellow (Life), Fellow, Fellow (Retired), Corporate Member or Corporate (Retired) Member of the Institute of not less than five years as at the date of his appointment.

(ii) The chairman of any committee, shall be a Fellow (Life), Fellow, Fellow (Retired), Corporate Member or Corporate (Retired) Member of the Institute of not less than three years as at the date of his appointment.

(iii) The chairman of any sub-committee shall be a Fellow (Life), Fellow, Fellow (Retired), Corporate Member or Corporate (Retired) Member of the Institute of not less than two years as at the date of his appointment.

7.2(2) (i) The members of the Administration and Finance Committee shall be the office-bearers and such other members of the Council as the Council shall appoint..

(ii) Subject to Clause 7.2(2)(i), all members of boards, committees, ad-hoc committees and sub-committees shall be members of the Institute.

7.3 **Terms of Reference / Guidelines**

7.3(1) The Council shall have power to stipulate the terms of reference and the guidelines of any board or committee in the manner as provided in the By-Laws.

7.4 **Meetings**

7.4(1) Each board or committee shall meet at regular intervals not exceeding one month or such other intervals as the Council may determine from time to time.

7.4(2) The minutes of such meetings shall be kept in a minutes book and copies thereof shall be sent to the President, Honorary Secretary and the Secretariat respectively within two weeks of every meeting.

7.4(3) The President of the Institute shall be entitled to receive notice of, attend and vote in all meetings of all boards, committees and trusts of the Institute.

7.4(4) The chairman of any board or committee shall be entitled to receive notice of, attend and vote in all meetings of all the committees of that board or all sub committees of that committee, as the case may be.

7.4(5) The quorum for any meeting of any board or committee shall be at least 50% of the number of members of that board or committee provided that no quorum is required for any working session where no vote is required.

8.0 **ANNUAL GENERAL MEETING**

8.1 **Date**

8.1(1) An Annual General Meeting of the Institute shall be held on or before the 31st day of March in each and every year. All general meetings other than the Annual General Meetings shall be called Extra-ordinary General Meetings.

8.2

Business

- 8.2(1) To receive and adopt the minutes of the previous Annual General Meeting and the minutes of any Extra-ordinary General Meeting which may have been held since the last Annual General Meeting.
- 8.2(2) To receive and adopt the report of the Council which shall comprise the annual report by the Honorary Secretary, which shall include the annual reports of all committees, boards and trusts and a list of attendances of the members of these committees, boards, trusts and their respective sub-committees, and the attendances of the representatives of the Institute on outside bodies.
- 8.2(3) To receive and adopt the audited annual balance sheet and statement of accounts of the Institute and its trusts.
- 8.2(4) To approve the expulsion of any member in accordance with the provisions herein. 8.2(5).
- 8.2(5) To elect the office-bearers and other members of the Council.
- 8.2(6) To consider and transact any other business.

8.3

Notice and Agenda

- 8.3(1) Notice of an Annual General Meeting and a preliminary agenda shall be given to all members entitled to receive such notice at least twenty-one days before the date appointed for the meeting.
- 8.3(2) The final agenda and papers for the conduct of the business of the Annual General Meeting shall be posted by the Honorary Secretary to all members entitled to vote at least seven days before the date appointed for the meeting.

8.4

Other Business

- 8.4(1) Any other business not stated in the aforesaid preliminary agenda and which any Fellow (Life), Fellow, Fellow (Retired), Corporate Member or Corporate (Retired) Member wishes to consider or transact at the Annual General Meeting shall be communicated to the Honorary Secretary in writing and received by him at least fourteen days before the date appointed for the meeting.
- 8.4(2) Any other business not stated in the aforesaid preliminary agenda and which any Fellow (Life), Fellow, Fellow (Retired), Corporate Member or Corporate (Retired) Member wishes to consider or transact at the Annual General Meeting shall be communicated to the Honorary Secretary in writing and received by him at least fourteen days before the date appointed for the meeting. Such other business as aforesaid shall be communicated to the Honorary Secretary in the form of a motion which shall be properly proposed and seconded by Fellows (Life), Fellows, Fellows (Retired), Corporate Members or Corporate (Retired) Members who shall not as at the date of receipt of the motion by the Honorary Secretary be in arrear in the payment of any subscriptions or other sums due to the Institute.
- 8.4(3) The said motion shall be posted by the Honorary Secretary to all Fellows (Life), Fellows, Fellows (Retired), Corporate Members or Corporate (retired) Members entitled to vote at least seven days before the date appointed for the meeting.

8.5

Quorum

- 8.5(1) No business shall be transacted at any Annual General Meeting unless a quorum is present at the time when the meeting proceeds to business. Save as is herein otherwise expressly provided, one-sixth of the total all Fellows (Life), Fellows, Fellows (Retired), Corporate Members and Corporate (Retired) Member of the Institute as at the date of the Annual General Meeting or forty (40) members being respectively a Fellows (Life), Fellow, Fellow (Retired), Corporate Member or Corporate (retired) Members present in person, whichever is less, shall form a quorum.
- 8.5(2) If within half an hour from the time appointed for the holding of the meeting a quorum is not present, the meeting shall be adjourned to a date no later than fourteen days from the date of the meeting. The date of such adjourned meeting shall be fixed by the Honorary Secretary who shall give at least seven days' notice of such adjourned meeting to all members entitled to receive notice of Annual General Meetings.
- 8.5(3) The quorum for such adjourned meeting shall be twenty (20) members being respectively a Fellow (Life), Fellow, Fellow (Retired), Corporate Member or and Corporate (Retired) Members present in person. If within half an hour from the time appointed for holding such adjourned meeting such quorum is not present, the meeting shall be dissolved and the incumbent members of the Council shall continue to hold office until the next Annual General Meeting in the following year provided always that an Extra-ordinary General Meeting shall subsequently be called to adopt and approve the audited accounts of the Institute.
- 8.5(4) A quorum may be formed by members physically and/or electronically present at a meeting.

8.6

Chairman

- 8.6(1) The Chairman of the Annual General Meeting shall be the President or in his absence the Vice-President or in the absence of both of them the Honorary Secretary or in the absence of all of them the Fellows (Life), Fellows, Fellows (Retired), Corporate Members andr Corporate (Retired) Members present at the meeting shall elect one of their number to be the chairman of the meeting.
- 8.6(2) During the election of the members of the Council, the chairman of the proceedings shall be the Returning Officer.

8.7

Voting at Annual General Meeting

- 8.7(1) For all business of the Annual General Meeting except for the election of Council (which shall be by electronic voting in accordance with Clause 6.4), a motion put to the vote of the meeting shall be proposed and seconded and shall be decided, unless otherwise expressly provided herein, on a simple majority vote and by a show of hands unless a poll is demanded by not less than half of the voting members present, or the chairman or the proposer of the motion.
- 8.7(2) Unless a poll is so demanded a declaration by the chairman that a motion has on a show of hands been carried or carried unanimously, or by a particular majority, or lost, and an entry to that effect in the book containing the minutes of the proceedings of the meeting shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against the motion.



8.7(3) If a poll is duly demanded it shall be taken in such manner and either at once or after an interval or adjournment or otherwise as the chairman directs and the result of the poll shall be the resolution of the meeting at which the poll was demanded, but a poll demanded on the election of a chairman or on a question of adjournment shall be taken forthwith.

8.7(4) In the case of an equality of votes, whether on a show of hands or on poll, the chairman of the meeting at which the show of hands takes place or at which the poll is demanded shall be entitled to a second or casting vote.

8.8

Conduct of meetings by physical means, electronic means or both

8.8(1) A general meeting may be convened, held or conducted, whether wholly or partly, by physical or electronic means, or both.

8.8(2) Such other business communicated to the Honorary Secretary in the manner set out in Clause 8.4 may then be raised by a Member at a meeting and such matter may be responded to at the meeting through real-time electronic communication such as video conferencing.

8.8(3) A Member attending electronically may vote by electronic means through an electronic voting system in the manner provided for by the Institute.

9.0 EXTRA-ORDINARY GENERAL MEETINGS

9.1

Requisition

9.1(1) The Council may whenever it thinks fit convene an Extra ordinary General Meeting, and an Extra-ordinary General Meeting shall be convened when the same is requisitioned by not less than ten (10) members who are respectively a Fellow (Life), Fellow, Fellow (Retired), Corporate Member or Corporate (Retired) Members entitled to vote at general meetings.

9.1(2) The said requisition shall be signed by every Fellow or Corporate Member requisitioning the same and shall specify the business to be transacted at such Extra-ordinary General Meeting. No business other than that so specified shall be transacted or discussed at the meeting.

9.2

Notice

9.2(1) The Extra-ordinary General Meeting shall be held within twenty-one days from the date of receipt of the requisition by the Honorary Secretary and at least seven days' notice of such meeting specifying the business to be transacted thereat shall be given by the Honorary Secretary to every member entitled to receive notice of general meetings. The notice of Extra-ordinary General Meeting shall include instructions to access an electronic voting form which shall contain directions for its use and any vote submission which fails to comply with any of such directions shall be rejected and that vote shall be lost.

9.2(2) During the period of notice of such meeting, the Notice of Extra-ordinary General Meeting (including the proposed resolution) shall be posted on the Institute's website, and opportunity shall be given for those Members permitted herein to attend General Meetings to post comments and to read such posted comments in regard to the proposed resolution.

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9.2(3) The wording of a proposed resolution as appearing in the notice or agenda of Extra-ordinary General Meeting shall not be amended in any way prior to or during the vote, except of obvious mistakes of a clerical nature.

9.3

Quorum

9.3(1) No business shall be transacted at any Extra-ordinary General Meeting unless the combined number of Members of the Institute who are entitled to vote and either (a) are present at the meeting, or (b) have submitted a vote on the matter of business, when the meeting proceeds to business, meets the minimum required number.

9.3(2) Save as herein otherwise provided, one-sixth of the total number of Fellows (Life), Fellows, Fellows (Retired), Corporate Members and Corporate (Retired) Members of the Institute as at the date of meeting or forty (40) member who are respectively a Fellow (Life), Fellow, Fellow (Retired), Corporate Member or Corporate (Retired) Members present in person whichever is less shall form a quorum.

9.3(3) If within half an hour from the time appointed for the holding of the Extra-ordinary General Meeting the minimum required number is not achieved, the meeting shall be dissolved.

9.3(4) A quorum may be formed by members physically and/or electronically present at a meeting.

9.4 The provisions of Clauses 8.6(1) shall, mutatis mutandis, apply to an Extra-ordinary General Meeting as they apply to the Annual General Meeting.

Proceedings

9.5

Voting

9.5(1) A motion put to the vote of the meeting shall be decided, unless otherwise expressly provided herein, on a simple majority vote.

9.5(2) Voting shall be in electronic mode, and shall commence upon issuance of the Notice of Extra-ordinary General Meeting, and shall end upon closure of voting during the Extra-ordinary General Meeting (which time shall be stated in the Notice of Extra-ordinary General Meeting).

9.5(3) A declaration by the chairman that a motion has been carried or carried unanimously, or by a particular majority, or lost, and an entry to that effect in the book containing the minutes of the proceedings of the meeting, shall be conclusive evidence of the fact without proof of number or proportion of the votes recorded in favour of or against the motion.

9.5(4) In the case of an equality of votes, the chairman of the meeting shall be entitled to a second or casting vote.

9.6

Conduct of meetings by physical means, electronic means or both

9.6(1) A general meeting may be convened, held or conducted, whether wholly or partly, by physical or electronic means, or both.

9.6(2) A Member attending electronically may vote by electronic means through an electronic voting system in the manner provided for by the Institute.



10.0 TRUSTS

- 10.1** The Council may invest in the name of a Past President or in the joint names of any two or more Past Presidents any monies not immediately required for the purposes of the Institute in any investment as the Council shall think fit; and the Past President or Presidents in whose name or names investments are made (as the case may be) shall hold such investments as trustees for the Institute and shall deal with or dispose of the same in such manner as the Council shall from time to time direct provided always that every investment shall be made in the joint or several names of at least 3 Past Presidents.
- 10.2** All the funds and property of the Institute shall be vested in the Council as trustees for the members of the Institute and may be dealt with or disposed of in any manner as the Council shall think it, subject to the provisions of this Constitution.
- 10.3** When any trust is created or established pursuant to Clause 2.11 hereof, the following provisions shall apply:
- (i) The first trustees thereof, who shall number not greater than four or less than two, shall be appointed by an Extra-ordinary General Meeting, which shall also stipulate the powers and limitations thereof of the trustees.

11.0 INDEMNITY

Every member of the Council and trustee and duly appointed officer of the Institute shall be indemnified by the Institute against, and it shall be the duty of the Council to pay out of the funds of the Institute, all costs, losses and expenses which any such member of the Council or trustee or officer may incur or become liable to pay by reason of any contract made or any act or deed done by him on behalf of or as authorised by the Institute or in the proper discharge of his duties as such member of the Council or trustee or officer. The right of any member of the Council or trustee or officer to be indemnified as herein provided shall rank in priority over any other debts owing by the Institute. As between any persons entitled to be indemnified as provided herein, their respective rights to be so indemnified shall rank equally.

12.0 LIABILITY

No member of the Council, trustee or other officer of the Institute shall be liable for the acts, neglect or default of any other, or for any loss, damage or expense suffered or incurred by the Institute arising or resulting from the defect of or deficiency in the title to any property acquired by the Institute or from the bankruptcy, insolvency or liquidation of any person or corporate body with whom any monies, securities or effects may be deposited or from the execution of his respective duties unless the same shall be occasioned by his own wilful default.

13.0 AMENDMENTS

13.1

13.1(1) No alterations, additions or other amendments to any of the provisions of this Constitution shall be made nor shall any of such provision be suspended or repealed except by a resolution passed by not less than two-thirds of the number of Fellows (Life), Fellows, Fellows (Retired), Corporate Members and Corporate (Retired) Members present and voting at an Extra ordinary General Meeting requisitioned and convened for that purpose.

Constitution

13.2

13.2(1) The By-Laws of the Institute may be amended altered or repealed by a resolution approved by vote of not less than two thirds of the total number of Council members at a Council meeting convened for that purpose.

By-Laws

13.2(2) If the Honorary Secretary shall on receipt of any proposal for the amendment alteration or repeal of any By-Law signed by not less than 10 members who are respectively a Fellow (Life), Fellow, Fellow (Retired), Corporate Member or Corporate (Retired) Member of the Institute convene a meeting of the Council within 60 days of receipt of such proposal to consider and vote on such proposal.

13.3

Registrar of Societies

- 13.3(1) The Honorary Secretary shall within seven days of the passing of any resolution pursuant to Clause 13.1 or Clause 13.2 hereof given notice of the same to the Registrar of Societies of Singapore.
- 13.3(2) Notwithstanding anything herein contained, no alteration, addition or other amendment to any of the provisions of this Constitution or to any of the By-Laws of the Institute and no suspension or repeal of the same shall come into effect unless and until such alteration, addition, amendment, suspension or repeal shall have been approved by the Registrar of Societies of Singapore.

14.0 DISSOLUTION

- 14.1 The Institute shall not be dissolved except with the consent of not less than four-fifths of the total number of members of the Institute then entitled to vote at General Meetings and present at an Extra-ordinary General Meeting convened for the purpose.
- 14.2 In the event of the Institute being dissolved as provided for above, all debts and liabilities legally incurred by or on behalf of the Institute shall be fully discharged, and an Extra ordinary General Meeting convened for the purpose shall then decide on the disposal of any remaining funds.
- 14.3 Notice of such dissolution shall be given within seven days of the dissolution to the Registrar of the Societies of Singapore.



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1.0 MEMBERSHIP

1.1

Admission Procedures

1.1(1) The nominations of any person for election as Honorary Member shall be proposed and seconded by members of the Council and such person may be elected by the Council to be an Honorary Member.

Honorary Members

1.1(2) (i) The nominations of any person for election as a Fellow Member shall be proposed by 3 Corporate or Fellow Member of whom one must be a Member or ex-Member of the Council.

Fellow Members

(ii) The Council may invite such persons who satisfy the requirements for admission as Fellow Member to be Fellow Members.

1.1(3) (i) Any person desirous of being admitted as a member of the Institute shall submit his application to the Honorary Secretary in a form which shall be prescribed by the Council from time to time, containing such particulars as the Council may require.

Other Members

(ii) Except for application to be Associate Members as defined in Clause 4.2(8)(iii) of the Constitution and for application to be Student Members and Allied Members, every applicant for Corporate Member, Associate Member and transfer from Student Member to Associate Member, shall be nominated by two Corporate Members, who shall each have known the applicant for at least one year prior to the date of application. For application to be transferred from Associate Member to Corporate Member, every applicant shall be supported by one Corporate Member who shall have known the applicant for at least one year prior to the date of application.

(iii) Every application for membership as an Associate Member by virtue of Clause 4.2(4)(iii) of the Constitution shall be accompanied by a letter from an elected office-bearer of the relevant organisation certifying that the applicant is a bone fide voting member of good standing of that organisation.

(iv) Every application for membership as a student member shall be accompanied by a letter from the dean of the school of architecture of which the applicant is a student certifying the current status of the applicant in that school.

(v) Every nomination for Allied Membership shall be by Council and be supported by at least two members who must be either Fellow Members or Corporate Members.

(vi) Every application for membership shall be sent to the Honorary Secretary and shall be accompanied by the appropriate entrance fee and annual subscriptions.

1.2

Approval Procedures

1.2(1) The election of persons to be Honorary Members shall be by the unanimous vote of the Council.

Honorary Members

1.2(2) The election of persons to be Fellow Members shall be by a majority vote of the Council.

Fellow Members

Any proposal for election as Fellow Members may be deferred at the discretion of the Council and the Council shall not be obliged to disclose the reasons for deferring such proposal.

The quota for Fellow Members shall not exceed 10% of the total Corporate Membership or such quota as may be prescribed by the Council.

- 1.2(3) (i) The Honorary Secretary shall submit to the Council each application after verifying that the applicant is eligible for the category of membership for which the application is made in accordance with the provisions of the Constitution and the By-Laws in force at the time of such application. **Other Members**
- (ii) Any application approved by the Council shall be recorded in the minutes of the meeting of the Council at which such application is approved.
- (iii) When an application is rejected by the Council the entrance fee and subscription forwarded by the applicant shall as soon as practicable after such rejection be returned without interest to the applicant.
- (iv) An application which has been rejected by the Council shall not be resubmitted by the applicant within six months from the date of such rejection.
- (v) The Council shall not be obliged to disclose the reasons for rejecting any application and such reasons need not be recorded in the minutes of the meeting of the Council at which the decision to reject the application is made.
- (vi) When an application is approved, the Honorary Secretary shall so inform the successful applicant and shall send him a copy each of the Constitution, the By-Laws, and the SIA Code of Professional Conduct.

1.3**Disciplinary Action**

- 1.3(1) All members shall be subject to the control of the Institute and shall be liable on due cause being shown to be punished
- (i) by the imposition of a fine up to a maximum of \$10,000-00 or
- (ii) by being reprimanded or suspended for the reasons set out in 4.6 of the Constitution of the Institute and the imposition of a fine up to a maximum of \$10,000-00.
- (iii) by being expelled.
- 1.3(2) For the purposes of dealing with complaints against members there shall be constituted
- (i) an Inquiry Committee and
- (ii) a Disciplinary Committee.
- 1.3(3) Any complaint on the conduct of a member shall in the first instance be made to the Honorary Secretary who shall refer the complaint to the Council. The Council shall then determine whether such complaint touches upon the conduct of the member in his professional capacity. If the Council determines that the complaint
- (i) touches upon the conduct of the member in his professional capacity then the Council shall refer such complaint to the Inquiry Committee, or
- (ii) does not touch upon the conduct of the member in his professional capacity then the Council shall dismiss the complaint and inform the complainant accordingly.
- 1.3(4) (i) The Inquiry Committee shall be constituted from a Panel of Members to be appointed by the Council for a period of three (3) years. Members of the Panel shall be eligible for reappointment. **Inquiry Committee**

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- (ii) The Inquiry Committee shall consist of three (3) members from the Panel of Members consisting of
 - (a) a Chairman who shall be a corporate or fellow member who has been in practice for more than ten (10) years
 - (b) two members (fellow or corporate) who have been in practice for more than seven (7) yearsto inquire into the complaint.
- (iii) An Inquiry Committee may meet for the purposes of its Inquiry at such times and at such places as the Chairman may determine.
- (iv) The Inquiry Committee may regulate the conduct of its Inquiry as the members may think fit. All questions arising at the Inquiry shall be determined by a majority of votes.
- (v) All members of the Inquiry Committee shall be present to constitute a quorum.
- (vi) Any report in writing signed by all members of the Inquiry Committee shall be valid and effectual as if it had been reached where all its members were present.
- (vii) The Inquiry Committee shall require the Complainant
 - (a) to support the complaint by way of a Statutory Declaration or Affidavit, and
 - (b) to deposit a sum of \$1,000 to cover the costs and expenses of the Inquiry which deposit or such part thereof shall be refunded to the complainant if found not to be frivolous or vexatious.
- (viii) An Inquiry Committee shall within twenty one (21) days of its appointment by the Council commence its inquiry into the complaint and report its findings to the Council not later than three (3) months after the date of its appointment.
- (ix) Where the Inquiry Committee is of the opinion that it will not be able to report its findings within the period of three (3) months due to the complexity of the matter or other serious difficulties encountered by the Inquiry Committee, the Council may on the written application of the Inquiry Committee made within two (2) months from the date of its appointment grant an extension of time to complete the Inquiry except that the extension granted shall not extend beyond three (3) months.
- (x) Where an Inquiry Committee is of the opinion that
 - (a) no grounds for disciplinary action exist it shall report to the Council accordingly giving reasons for its decision.
 - (b) the member should be called upon to answer any allegation made against him the Inquiry Committee shall post or deliver to the member concerned
 - copies of the complaint and any Statutory Declaration or Affidavit made in support thereof
 - a notice inviting him to give a written explanation within twenty one (21) days thereof and to inform the Inquiry Committee if he wishes to be heard by the Inquiry Committee and give the member a reasonable opportunity to be heard if he so desires and give due consideration to any explanation given by him.

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- (xi) The Inquiry Committee shall after hearing the complainant and the member concerned furnish a report to the Council recommending that
 - (a) no formal investigation by a Disciplinary Committee is required, or
 - (b) a penalty in the form of a fine up to a maximum of \$5,000-00 is sufficient and appropriate for the misconduct committed, or
 - (c) a formal investigation by a Disciplinary Committee is required, or
 - (d) the complaint be dismissed.

- (xii) Where the complainant withdraws his complaint before the conclusion of an Inquiry, the Council may notwithstanding such withdrawal direct the Inquiry Committee to continue with the Inquiry and thereafter the direction and all future proceedings thereon shall be taken as if the complaint had been made by the Council.

- (xiii) For the purposes of conducting an Inquiry the Inquiry Committee may
 - (a) appoint any person to make or assist in the making of such preliminary inquiries as it thinks necessary.
 - (b) require the members to produce any books, plans, papers or documents connected with the subject matter of the inquiry for its inspection.
 - (c) require the member to furnish all information in relation to such books, plans, papers or documents mentioned in (ii) above.

- (xiv) The Council shall consider the report of the Inquiry Committee and shall within one (1) month of receipt of the report determine
 - (a) that a formal investigation by a Disciplinary Committee is not necessary, or
 - (b) that although a formal investigation by a Disciplinary Committee is not necessary the member should be ordered to pay a fine of up to a maximum of \$5,000-00 or
 - (c) that there should be a formal investigation by a Disciplinary Committee.

- (xv) The Council shall inform the complainant and the member of the manner in which the complaint has been determined following the report of the Inquiry Committee.

1.3(5)

- (i) The Disciplinary Committee shall be constituted of the following persons:
 - (a) a corporate or fellow member to be appointed by the Council who has been in active practice for more than 20 years as Chairman
 - (b) two fellow or corporate members to be appointed by the Council who have each been in practice for more than 10 years
 - (c) One lay person to be selected by the Council from a panel to be appointed by the Council from time to time.

- (ii) The Disciplinary Committee shall appoint a member to be the Secretary of the Disciplinary Committee.

Disciplinary Committee

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- (iii) The Disciplinary Committee shall carry out its work expeditiously and shall furnish its findings and recommendation in a Report within three (3) months of the date when such complaint was first referred to it by the Council.
- (iv) All members of the Disciplinary Committee shall be present to constitute a quorum. The lay person who is a member of the Disciplinary Committee shall not vote on any question or matter to be decided by the Disciplinary Committee.
- (v) Where any complaint is referred to the Disciplinary Committee the Disciplinary Committee shall carry out its investigations as provided in the Constitution and the Disciplinary Proceedings Rules.
- (vi) For the purposes of any complaint to be referred to the Disciplinary Committee the Council may
 - (a) require the complainant to support his complaint by way of a Statutory Declaration or Affidavit.
 - (b) require the complainant to deposit with the Institute a sum not exceeding \$1,000 to cover costs and expenses which deposit or such part thereof shall be refunded to the complainant if the complaint is found not to be frivolous or vexatious.
- (vii) The Disciplinary Committee shall hear and investigate the complaint and shall submit its findings and recommendations in a Report to the Council that:
 - (a) the complaint be dismissed.
 - (b) the member be fined up to a maximum of \$10,000-00 or
 - (c) the member be reprimanded and be fined up to a maximum of \$10,000-00 or
 - (d) the member be suspended for a period not exceeding two (2) years and be fined up to a maximum of \$10,000-00 or
 - (e) the member be expelled.

In the event the Disciplinary Committee makes a determination under (vii)(b), (vii)(c), (vii)(d), or (vii)(e) the Disciplinary Committee may make an order for payment by the member of any part of costs or such sum as the Disciplinary Committee may consider a reasonable contribution towards costs.
- (viii) The Council shall consider the Report of the Disciplinary Committee and shall within one (1) month of receipt of the Report determine whether
 - (a) to accept the recommendations in the Report, or
 - (b) not to accept the recommendations in the Report.
- (ix) The Council shall inform the complainant and the member the manner in which the Council has determined the complaint and shall on the request of the complainant and/or member furnish him with its reasons in writing.
- (x) In the event the Council accepts the recommendations in the Report of the Disciplinary Committee that the member should be reprimanded, suspended or expelled the Council shall lodge a complaint with the Board of Architects enclosing a copy of the Report of the Disciplinary Committee.

1.4

Termination of Membership

- 1.4(1) The membership of any member may be terminated for any one of more of the reasons as specified in Clause 4.9(1) of the Constitution.
- 1.4(2) The Honorary Secretary shall lay before the Council the reason or reasons why the membership of any member should be terminated and the Council by resolution passed by a simple majority of those members of the Council present and voting may decree that the membership of that member be terminated.
- 1.4(3) The member whose membership has been so terminated shall be so informed by registered letter to his last known address within fourteen days of such resolution being passed as aforesaid and such letter shall state the reason or reasons for termination.
- 1.4(4) The termination of the membership of any member may be publicised in such manner as the Council shall deem fit.

1.5

Restrictions

- 1.5(1) Retired Members shall not be less than 60 years old.
- 1.5(2) (i) A Student Member engaged in the study of architecture does not qualify to be a student member 10 years or more after he has started his course of study.
- (ii) A graduate of the NUS with the degree B.A.(Architectural Studies) does not qualify to be a student member five or more years after his graduation.

2.0

2.1

Saving

- 2.1(1) The provisions of By-Laws 1.4 shall apply herein in addition to the provisions of this By-Laws 2.0.

2.2

Procedure

- 2.2(1) A member whose subscription or any part thereof shall remain unpaid at the expiration of thirty (30) days after the date the same is or becomes due (hereinafter referred to as "the due date") shall receive written notification from the Honorary Treasurer by registered mail to that members' last known address that his subscription or any part thereof is in arrear.
- 2.2(2) If after the despatch of such written notification, such member's subscription or any part thereof shall remain unpaid at the expiration of sixty (60) days after the due date, the rights and privileges of that member shall be automatically suspended and he shall be deemed a defaulter.
- 2.2(3) The Honorary Treasurer shall as soon as practicable after the date of suspension give notice in writing to the defaulter that his rights and privileges have been suspended and that his membership may be terminated if his subscription or such part thereof as shall then be in arrear remains unpaid at the expiration of ninety (90) days after the due date.

2.2(4) If the subscription or any part thereof of such defaulter remains unpaid at the expiration of ninety (90) days after the due date, and provided that the notice in writing referred to in By-Law 2.2(3) has been despatched at least fourteen days before such expiration, the Council shall have power, by a resolution passed by at least two-thirds of the Council members present and voting, to terminate forthwith the membership of the defaulter.

2.2(5) The Honorary Secretary shall as soon as practicable after the passing of the resolution as aforesaid give notice in writing to the defaulter that his membership has been terminated.

2.3

Reinstatement

2.3(1) A defaulter whose membership has been terminated may apply to the Council to be reinstated by submitting to the Honorary Secretary in writing the reasons for his failure or delay in payment of subscription and requesting to be reinstated

2.3(2) The Council may, by resolution passed by at least two-thirds of the Council members present and voting, reinstate such defaulter provided always that prior to such resolution that defaulter shall have paid in full all his arrears of subscription calculated up to the date of reinstatement including the period during which his rights and privileges are suspended and the period during which his membership is terminated, as well as an administrative charge of such amount as may be determined by the Administrative & Finance Committee from time to time.

2.4 Notwithstanding anything herein contained and the reinstatement of any defaulter, that defaulter shall not be entitled to any rights and privileges in respect of the period between the date of suspension and the date of reinstatement.

Rights & Privileges

2.5 The Council shall have the power to publicise the suspension and/or termination of membership of any defaulter in such manner as the Council shall deem fit provided that the Council shall in the same manner publicise the re-instatement of that defaulter.

Publicity

3.0 COMMITTEES

3.1

Standing Committees

3.1(1) Council shall appoint the following boards and standing committees:

- (i) The Administration and Finance Committee
- (ii) The Presidential Council
- (iii) The International Relations Committee
- (iv) The Regulations, Codes and Standards Committee
- (v) The Contracts Committee
- (vi) The Practice Committee
- (vii) The Board of Architectural Education
- (viii) The Professional & Strategic Development Committee
- (ix) The Social Activities Committee
- (x) The Membership and Disciplinary Committee
- (xi) The Publications Committee
- (xii) The Special Projects Committee

and may from time to time appoint such other Boards and Committees as it deems fit.



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3.2

Terms of Reference / Guidelines

- 3.2(1) Unless otherwise expressly provided herein, the Council shall not later than the second Council meeting after the Council's election stipulate the terms of reference of each board and committee which has been appointed
- 3.2(2) Unless otherwise expressly provided herein, each board and committee shall, not later than four weeks after their respective terms of reference are stipulated by the Council as aforesaid or such later date as the Council may allow, respectively submit to the Council for approval a programme by which that board or committee proposes to perform its tasks or achieve its objectives.