



# Porsche Club

S i n g a p o r e



## PORSCHE CLUB CONSTITUTION

### 1. NAME & PLACE OF BUSINESS

- A. The Club shall be called 'Porsche Club'.
- B. Its place of business shall be at 29 Leng Kee Road, Singapore 159099 or such other place as may be decided upon by the General Committee and approved by the Registrar of Societies.

### 2. OBJECTS

- A. To promote & develop motoring and recreational activities among Porsche vehicle owners.
- B. To enhance members' understanding of Porsche vehicles.
- C. To promote safety consciousness among members.
- D. To disseminate Porsche technical information to members so as to constantly improve the maintenance and good upkeep of their vehicles.
- E. To be affiliated with Dr.Ing.h.c.F. Porsche AG ("Porsche AG") as an officially approved Porsche Club and to promote affiliation with other Porsche clubs elsewhere.

### 3. MEMBERSHIP

- A. The Club shall consist of:

(i) Honorary Members

Honorary Members should show a great interest in motoring activities and are elected by the General Committee for such a period as the General Committee thinks fit.

Honorary Members shall not be entitled to vote at any meeting of the members and are not eligible to stand for election or appointment as member of the General Committee.

(ii) Ordinary Members

Any person above the age of 26 who is the owner of one or more Porsche vehicles shall be eligible to apply for ordinary membership. At the beginning of each calendar year, every Ordinary Member shall be obliged to state upon renewal of his membership whether he remains the owner of a Porsche vehicle and he may be required to furnish proof thereof if the Membership Director so requires.

Ordinary Members are entitled to vote at any meeting of the members and are eligible to stand for election or appointment as member of the General Committee.

An Ordinary Member who ceases to own any Porsche vehicle in the course of a calendar year shall remain as an Ordinary Member until the end of that relevant calendar year and thereafter, subject to the payment of the applicable fees, be reclassified as an Associate Member in the following calendar year.

(iii) Associate Members

Associate membership shall be opened to anyone above the age of 26 who supports the objectives of the Club but is not the owner of a Porsche vehicle.

Associate Members shall not be entitled to vote at any meeting of the members and are not eligible to stand for election or appointment as member of the General Committee.

An Associate Member who acquires a Porsche vehicle may inform the Membership Director (furnishing proof thereof if so required) and shall from that date be reclassified as an Ordinary Member.

- B. Every application for membership must be accompanied by the appropriate prescribed fee(s) set out in Paragraph 4.
- C. Every applicant for Ordinary membership and Associate membership shall be proposed by an Ordinary Member and seconded by another Ordinary Member. The acceptance of an applicant shall be at the sole discretion of the General Committee. Where an applicant is provisionally accepted as member he shall pay the prescribed fee within the period specified by the General Committee.
- D. The General Committee shall have the power to suspend or expel any member (i) who breaches the Rules of the Club or (ii) whose conduct shall in the opinion of the General Committee render him unfit for membership of the Club. Before any such member is suspended or expelled, the Honorary Secretary shall give him 7 days written notice to attend a meeting of the General Committee and shall inform him of the complaints made against him. No member shall be suspended or expelled without first having an opportunity of appearing before the General Committee and answering complaints made against him or her. At least two-thirds of the General Committee then present shall vote in favour of his suspension or expulsion (as the case may be).
- E. For this purposes of this Paragraph 3 and the Constitution,
  - i) an “owner” of a Porsche vehicle is one who has a Porsche vehicle registered in his name either in Singapore or Malaysia as evidenced by an ownership document issued by the Land Transport Authority of Singapore or any other relevant government authority in Singapore or Malaysia, and
  - ii) “Membership Director” refers to the Director of the General Committee having responsibility for the membership roll.

#### **4. FEES**

The fees to be paid by each member of the Club shall be as follows:

##### **A. Ordinary Members**

- i) On admission to the Club, every Ordinary Member shall pay an entrance fee to be determined by the General Committee by a majority vote.
- ii) Annual subscription fees shall be at a rate to be determined by the General Committee by a majority vote.

##### **B. Associate Members**

- i) On admission to the Club, every Associate Member shall pay an entrance fee to be determined by the General Committee by a majority vote.
- ii) Annual subscription fees shall be at a rate to be determined by the General Committee by a majority vote.

##### **C. Honorary Members**

Honorary Members shall not be liable for the payment of any fees.

- D. Annual subscription fees are payable within the month of January in respect of the relevant calendar year of membership. If a member fails to settle his annual subscription and other dues before 31<sup>st</sup> January, such defaulting member shall automatically cease to be a member. Such individual shall have to pay all prescribed fees should he wish to apply to be an Ordinary Member or Associate Member again after such lapse in membership.

## **5. GENERAL COMMITTEE**

- A. The Club shall be governed by the General Committee consisting of the President, Vice President, Honorary Secretary, Honorary Treasurer and between four to twelve Directors. The Directors shall each undertake such responsibility as the General Committee shall decide.
- B. The General Committee shall decide all matters concerning the working and management of the Club and to make decisions on matters affecting its running when the General Meeting is not sitting. The General Committee may not act contrary to the expressed wishes of the General Meeting without prior reference to it and shall always remain subordinate to the General Meeting. It shall furnish a report to each Annual General Meeting (“AGM”) on its activities of the previous year.

## **6. ADMINISTRATION**

- A. The members of the General Committee shall be elected at the AGM. Every candidate standing for election shall be an Ordinary Member and shall be proposed by an Ordinary Member and seconded by another Ordinary Member. Election shall be on a simple majority vote of the Ordinary Members present at the AGM. Save as provided for in this Paragraph 6, all members of the General Committee shall be eligible for re-election each year.
- B. The term of each member of the General Committee shall commence on the date of his election or appointment and cease on the date of the following AGM.
- C. All members of the General Committee shall have been an Ordinary Member and/or an Associate Member of the Club for at least a cumulative period of one year prior to their election. The President and Vice President must have served for at least a cumulative period of one year as a General Committee member.
- D. The President shall not serve more than two terms in this post. A President who has served two terms may stand for election for any other post in the General Committee.
- E. The Honorary Treasurer shall not serve more than two terms in that post. A Honorary Treasurer who has served two terms may stand for re-election to the General Committee in any other post.
- F. Vacancies of the General Committee occasioned by the expulsion of a member (appointed as a member of the General Committee), resignation of any member of the General Committee, or pursuant to Paragraph 6G, may be filled for the remainder of the Term as follows:
  - i) In respect of the seat of the President, the Vice-President shall be co-opted to serve in the office of the President;
  - ii) Upon the promotion of the Vice-President pursuant to Paragraph 6F(i), a Director of the General Committee shall be co-opted to serve in the office of the Vice-President; and
  - iii) In respect of any other seat of the General Committee, filled by an ordinary member co-opted into the General Committee.
- G. Any member who has been convicted of a crime in the Court of Law, or has been adjudged a bankrupt, or has been certified of unsound mind, will not be qualified to hold any office in the General Committee, and if serving as a member of the General Committee, will be removed immediately from office thereafter.

## **7. MEETING**

### **General Committee Meeting**

- A. The General Committee shall despatch the business of the Club in such manner as the General Committee shall deem expedient and may meet whenever necessary as the business of the Club may require.
  - i) At least half of the appointed members of the General Committee shall be present to form a quorum and all questions shall be decided by a majority vote of such members present.

- ii) Members of the General Committee who fail to attend three consecutive General Committee Meetings, without adequate reasons given to the Honorary Secretary shall automatically be retired from the General Committee, and a successor may be co-opted by the General Committee to serve until the next Annual General Meeting.
- iii) Any changes in the General Committee shall be notified to the Registrar of Societies within two weeks of the change.

B. Annual General Meeting

With effect from the AGM to be held in June 2003, the AGM following will be held in March 2005 and thereafter in March of every year. The exact date, time and place of the AGM shall be decided by the General Committee.

- i) The business of the AGM shall be:
  - To receive the General Committee's report on the working of the Club during the previous year.
  - To receive the Honorary Treasurer's report and the audited accounts of the Club for the previous financial year.
  - To elect a General Committee and appoint independent auditors for the coming year.
  - To deal with such other matters affecting the affairs of the Club.
- ii) At least 21 days notice shall be given of the intention to hold the AGM. The notice shall be sent by the Honorary Secretary and shall state the date, time and place of the meeting, and call for the motion for decisions, motion for amendment of the Rules, and nominations for the election of the members of the General Committee.
- iii) Any member entitled and desiring to submit at an AGM a motion affecting the Constitution and the Rules of the Club shall give notice of such motion in writing to the Honorary Secretary within 14 days after the date of the preliminary notice.
- iv) The Honorary Secretary shall make available to all members at least 7 days before the meeting, an agenda including copies of the minutes and reports for the previous year, motions and nominations for the election of the Club.
- v) Only Ordinary Members are entitled to vote at the AGM or any Extraordinary General Meetings.
- vi) 25% of the voting Club members shall constitute a quorum at a General Meeting.
- vii) In an AGM, if a quorum is not present, the meeting shall be adjourned for half an hour and if a quorum is still not present, then the members present shall proceed with the business of the day but they shall not have the power to alter the Constitution and Rules of the Club.

C. Extraordinary General Meeting (EGM)

- i) An EGM of the Club shall be convened:
  - whenever the General Committee deems it desirable; or
  - at the joint request, in writing, of not less than two-thirds or 20 of the Ordinary Members of the Club, whichever is the less.
- ii) An EGM requisitioned by Ordinary Members shall be convened for a date within 30 days of the receipt of such requisition.
- iii) Notice for an EGM shall be forwarded by the Honorary Secretary to all members at least 7 days before the dated fixed for the meeting.
- iv) In an EGM, if a quorum is not present, the meeting shall be cancelled.

D. Meetings

The supreme authority of the Club is vested in a General Meeting of the Ordinary Members. At General Committee Meetings, or General Meetings the President of the Club and in his absence, the Vice President thereof shall preside, and he shall have a casting or additional vote in the event of an equality of votes. If both the President and the Vice President are absent at the meeting then a member of the General Committee will be elected to chair the meeting.

**8. OFFICE BEARERS**

The duties of the office bearers are as follows:

- A. The President shall represent Porsche Club in all its dealings with outside persons and act as Chairman at all General Meetings and General Committee Meetings. He shall have the casting vote and shall sign the minutes of each meeting at the time they are approved.
- B. The Vice President shall assist the President and deputise for the President in the latter's absence.
- C. The Honorary Secretary shall keep all records, except financial, of the Club and shall be responsible for their correctness. He will keep minutes of all General Meetings and General Committee Meetings, an up-to-date roll of membership at all times, and any other records required by the General Committee. He shall conduct the business of the Club in accordance with its Rules, and shall carry out the instructions of the General Meeting and of the General Committee. He shall be responsible for conducting all correspondence.
- D. The Honorary Treasurer shall keep all funds and collect and disburse all moneys on behalf of the Club and shall keep an account of all monetary transactions and shall be responsible for their correctness. He is authorised to spend up to \$500 per month for petty expenses on behalf of the Club. If excess of the stated amount is to be spent by the Honorary Treasurer, the General Committee shall approve the amount. A bank account in the name of the Club shall be kept in a bank approved by the General Committee. The bank account shall be operated by one signatory each from two groups, one comprising of the President, Vice President and Honorary Secretary and the other group comprising the Honorary Treasurer and one other member of the General Committee (not being the President, Vice President or Hon. Secretary) designated by the General Committee to assist the Honorary Treasurer. The Honorary Treasurer shall prepare a statement of Income & Expenditure and a Balance Sheet for the year which shall be audited by the Auditors under Rule 9 within two months of the end of each financial year.
- E. The General Committee may co-opt members to form sub-committees to assist the Directors in their function.
- F. The sub-committee members shall assist in general duties assigned by the General Committee from time to time.

**9. AUDIT AND FINANCIAL YEAR**

- A. Two voting members who shall not be members of the General Committee shall be appointed at the AGM as Auditors and will hold office for one year only and shall not be re-elected for consecutive years.
- B. The independent Auditors shall be required to audit the accounts of the Club for the financial year, and to prepare a report for the AGM. They may also be required by the President to audit the accounts of the Club for any period within their tenure of office at any date and to make a report to the General Committee.
- C. The financial year for calendar year 2003/2004 shall be from 1 April 2003 to 31 December 2004 and thereafter the financial year shall be from 1 January to 31 December.

## **10. PROHIBITIONS**

- A. Gambling of any kind and the playing of paikow or mahjong, whether for stakes or not, is forbidden on the Club's premises. The introduction of materials for gambling or drug taking and of bad characters into the premises is prohibited.
- B. The funds of the Club shall not be used to pay the fines of members who have been convicted in Court.
- C. The Club shall not engage in any Trade Union activity as defined in any written law relating to trade unions for the time being in force in Singapore.
- D. The Club shall not attempt to restrict or interfere with trade or make directly or indirectly any recommendation to, any arrangement with its members which has the purpose or is likely to have effect of fixing or controlling the price or any discount, allowance or rebate relating to any goods or services to be supplied by them.
- E. The Club shall not hold any lottery, whether confined to its members or not, in the name of the Club or its office-bearers, General Committee or members.
- F. The Club shall not indulge in any political activity or allow its funds and/or premises to be used for political purposes.
- G. The Club shall not raise funds from the public for whatever purposes without the prior approval in writing of the Registrar of Societies and other relevant authorities.

## **11. BYELAWS and AFFILIATION**

- A. The General Committee shall have the power to make byelaws for regulating the conduct and affairs of the Club provided the same are not inconsistent with these Rules.
- B. To the extent not inconsistent with these Rules, the Porsche Club Guidelines for the Foundation and Management of a Porsche Club issued by Porsche Club, Co-ordination, Porsche AG shall apply as if they were rules supplemental to these Rules.

## **12. AMENDMENTS TO RULES**

No alterations or additions/deletions 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.

## **13. INTERPRETATION**

In the event of any question or matter arising out of any point which is expressly provided for in the Rules, the General Committee shall have to use their own discretion. The decision of the General Committee shall be final unless it is reversed at a General Meeting.

## **14. DISSOLUTION**

- A. The Porsche Club shall not be dissolved except with the consent of not less than 3/5 of the members of the Club expressed either in person or by proxy at a General Meeting convened for the purpose.
- B. In the event of the Porsche Club being dissolved as provided above, all debts and liabilities legally incurred on behalf of the Club shall be fully discharged and the remaining funds will be donated to an approved charitable organisation in Singapore as may be decided upon by the General Meeting.

C. Notice of dissolution shall be given within seven (7) days of the dissolution to the Registrar of Societies.

- *Incorporating all amendments up to 30 March 2019.*