

**CONSTITUTION OF
SPANISH SPEAKING WOMEN'S ASSOCIATION
(ASOCIACION DE DAMAS DE HABLA ESPANOLA)**

ARTICLE I NAME

The Association shall be known as "Spanish Speaking Women's Association (Asociacion De Damas De Habla Espanola)".

ARTICLE II PLACE OF BUSINESS

Its place of business shall be at

21 Nassim Road, #02-20, Nassim Park Residences
Singapore 258462

or such other place as may from time to time be decided upon by the Committee subject to the approval of the Registrar of Societies.

ARTICLE 4 - MISSION STATEMENT OF SSWA

To promote friendship and collaboration amongst Spanish speaking women in Singapore.

ARTICLE 5 - OBJECTIVES

The Association shall have the following objectives:

To provide a network of support for Spanish speaking women residing in Singapore.

To organize events for the members involving families and friends as well as members of similar organizations.

To encourage participation, through specific activities, in charitable projects.

To host relevant and informative talks on all subjects of common general interest.

To promote the cultural integration of other non-Spanish speaking women willing to take part in the activities of SSWA as guests (non-members).

To raise funds by means of subscription of members or otherwise for all the purposes and objectives of SSWA in such amounts and in such manner as may be authorized by the Executive Committee.

To form part of any national/international Association/s whose aims are similar to that of SSWA.

ARTICLE 6 - GENERAL POLICY

SSWA shall be autonomous and voluntary.

SSWA shall be non-profit making and any excess funds received or generated from its activities must always be reinvested in SSWA.

generated from its activities must always be reinvested in SSWA.

The accounts of SSWA shall be reviewed, audited and published on a yearly basis. SSWA will appoint two auditors to discharge this duty on a yearly basis.

Provided its autonomy is not affected, SSWA may collaborate with other entities on a national, regional or international basis in order to further its aims.

SSWA shall not have any political or trade union affiliation and it shall not indulge in party politics.

All prospective Members and Associate Members of SSWA shall have access to the statute of Association upon demand. Prospective Members will be required to state that they are aware of the objectives of the Association.

ARTICLE 7 - MEMBERSHIP

All Spanish speaking women residing in Singapore, are eligible to become Members of SSWA, regardless of nationality, race, religion and sexual orientation. Membership is unlimited with full voting rights.

Women interested in becoming members of SSWA shall have to fill in the application form in which it states that she is aware and agrees to the statutes in force. Each candidate to membership will have access to said statutes through the website of the Association www.sswasingapur.org, she shall be required to fill out her personal data online. Once completed, she shall have to settle her membership fee under the terms stipulated.

A copy of the rules and regulations of the Association shall be provided to every applicant upon payment of the membership fee.

ARTICLE 8 - RESTRICTION FOR ADMISSION

New members who do not have a basic knowledge of Spanish language shall not be allowed to join the association as a member. However, members are allowed to bring guests to events provided they pay the agreed fees.

The non-acceptance criterion, from the executive committee, shall have to be justifiable and must be related to the objectives of SSWA. Once accepted in the Association, discriminatory acts based on nationality, race, religion or sexual orientation shall not be accepted.

ARTICLE 9 - HONORARY MEMBERS

The founders of SSWA who reside in Singapore shall be considered Honorary Members.

ARTICLE 10 - ENTRANCE FEES

Applications for membership shall not be considered unless accompanied by the subscription fee which will be set by the Executive Committee at the beginning of the calendar year.

The subscription fee shall be payable yearly in advance and shall fall due as

determined by the Executive Committee. There will be no monthly fees.

The membership will last for One year, no matter the month where the associate is subscribed.

If the subscription falls due and a Member has not yet paid the previous year's subscription, she shall not be entitled to participate in social media groups, vote in the next General Meeting or partake of the benefits or discounts offered by our sponsors.

Any Member who resigns or forfeits their membership shall on rejoining be liable to pay a readmission fee equivalent to one year's subscription.

ARTICLE 11 - RIGHTS

Members shall have the following rights:

- a. Attend and take an active part in the deliberations and discussions of all the General Meetings, with a right to speak and to vote.
- b. To be a candidate with the opportunity to be elected as a member of the Executive Committee, to be an Auditor or to take part in a Committee created for a specific purpose.
- c. To be able to request an extraordinary meeting when needed and in accordance with the proceedings indicated by the present Statutes and requirements established by the law.
- d. To be kept informed of the financial accounts and related SSWA matters.
- e. To participate in the activities coordinated by the Committees. In case of limited availability, the members will have priority over non-members.
- f. To be listed in the Member's Directory.
- g. All others rights as indicated by these Statutes and Singaporean Law.

ARTICLE 12 – OBLIGATIONS

Members shall have the following obligations:

- a. To know and respect the current Statutes.
- b. To behave ethically and respectfully towards other members as well as respect the objectives of SSWA.
- c. To pay the membership fees in their entirety and in the term specified by the Executive Committee.
- d. To respect the decision of the Executive Committee that has been legitimately elected, provided that their decisions are compatible with the Statutes in force.

ARTICLE 13 - PROHIBITIONS

- a. Gambling of any kind, excluding the promotion or conduct of a private lottery which has been permitted under the Private Lotteries Act Cap 250, is forbidden on the Association's premises. The introduction of materials for gambling or drug taking and of bad characters into the premises is prohibited.
- b. The funds of the Association shall not be used to pay the fines of members who have been convicted in court of law.
- c. The Association 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 Association shall not indulge in any political activity or allow its funds and/or premises to be used for political purposes.
- e. The Association shall not hold any lottery, whether confined to its members or not, in the name of the Association or its office-bearers, Committee or members unless with the prior approval of the relevant authorities.
- f. The Association shall not raise funds from the public for whatever purposes without the prior approval in writing of the Assistant Director Operations, Licensing Division, Singapore Police Force and other relevant authorities, where necessary

ARTICLE 14 - GENERAL MEETINGS

An Annual General Meeting of SSWA shall be held every year. Notice of the day and time of the Annual General Meeting shall be given to each member at least fifteen (15) working days before such day.

Other meetings of the Association may be summoned by the Executive Committee, and shall be so summoned immediately upon a request in writing signed by at least ten per cent (10%) of the Members.

At any meeting of the Association every member shall be entitled to be present, and every Member shall be entitled to one (1) vote upon every matter raised. In the case of equality of voting, the President of the meeting (who shall be the outgoing President of the Executive Committee) shall have a second or casting vote. The Secretary shall take the minutes of the proceedings at all General Meetings of the Association.

The President and the Treasurer shall present the Annual Report of SSWA to the Annual General Meeting.

The quorum for the Annual or any Meeting shall be ten per cent (10%) of the general membership. In the absence of such quorum, the Meeting shall be held, with the same agenda, thirty minutes later and all decisions taken shall be binding on SSWA as a whole.

ARTICLE 15 - STRUCTURE OF THE EXECUTIVE COMMITTEE

The Affairs of the Association, in all matters not in these rules reserved for SSWA in General Meetings, shall be managed by the Executive Committee.

The Executive Committee shall consist of four (4) Members of the Association who shall be elected every year at a General Meeting of SSWA. After one

year, the Executive Committee shall resign from office, however, Members of the Executive Committee are eligible for re-election. The elected members of the Executive Committee will elect a President, a Vice-President, a Secretary and a Treasurer from within.

In order for a vote to take place during a meeting of the Executive Committee, a minimum of three (3) Members must be present and vote.

In the event of the resignation (or termination from post for other reasons) of an Executive Committee Member, the Executive Committee will co-opt other member/s to take her place. Any Member so appointed shall retain his office only until the next General Meeting, but he shall then be eligible for re-election.

Any Member not attending the Executive Committee meetings for three (3) consecutive times without a very valid reason will automatically have to step down. This will guarantee the continuity of the work of the Executive Committee.

The Executive Committee shall be elected to office for a period of one year, electing those Members obtaining the highest number of votes.

No person who is not a Member of SSWA shall be eligible to hold office as a Member of the Executive Committee.

Nominations for the Executive Committee must be submitted on the appropriate official forms fourteen (14) days prior to the General Meeting. In the absence of prior nominations reaching the Executive Committee on the appropriate date, the outgoing Executive Committee may invite nominations from the floor on the day of the Annual General Meeting.

ARTICLE 16 - POWERS OF THE EXECUTIVE COMMITTEE

The business of SSWA shall be managed by the Executive Committee which may pay all such expenses, preliminary and incidental to the promotion, formation, establishment and registration of the Association as they deem fit.

Legal representation of the Association shall vest in the President.

No regulation made by SSWA in a General Meeting shall invalidate any prior act of the Executive Committee which would have been valid if such regulation had not been made.

The Members for the time being of the Executive Committee may act notwithstanding any vacancy in their constitution.

The Executive Committee is authorized to consult and seek the advice of any Associate Member of SSWA with the aim of improving the welfare or condition of both its members and the Association itself.

The Executive Committee is authorized to appoint External Advisory Committees to support it in its role.

ARTICLE 17 - PROCEEDINGS OF THE EXECUTIVE COMMITTEE

Subject as hereinafter provided, the Executive Committee may meet together for the dispatch of business, adjourn and otherwise regulate their meetings as they think fit. The Executive Committee shall meet at least once every one (1)

month.

The quorum necessary for the transaction of the business of the Executive Committee shall be fifty one percent (51%) of the number of members provided that if no quorum is present within half an hour (30 minutes) from the time appointed for the meeting, the meeting shall be adjourned to another day within one week. If at such adjourned meeting no quorum is present within half an hour (30 minutes) from the time appointed for the meeting, provided three (3) members are present, the meeting shall proceed accordingly.

Matters decided at any meeting of the Executive Committee shall be decided by a simple majority of votes. In case of an equality of votes, the Chairperson of the meeting shall ask for a re-vote. In the event of an equality of votes on the revote, the Chairperson of the meeting shall have a casting vote.

On the request of the President or her Vice-President the Secretary shall, at any time, summon a meeting of the Executive Committee by notice (stating the time and place of such meeting) served upon the several members of the Executive Committee giving a notice of at least five (5) working days.

A meeting of the Executive Committee at which a quorum is present shall be competent to exercise all the authorities, powers and discretion by or under the regulations of SSWA for the time being vested in the Executive Committee generally.

The Executive Committee may delegate any of its powers to sub committees consisting of such member or members of the Executive Committee or of such other persons as it thinks fit, and any subcommittee so formed shall, in the exercise of the powers so delegated, conform to any regulations imposed on it by the Executive Committee.

All business transacted at such meetings, and any such minutes of any meeting, if purporting to be signed by the President and Secretary of such meeting.

ARTICLE 18 - PRESIDENT AND VICE PRESIDENT

- a. The President will preside at all Executive Committee meetings and General Meetings of SSWA. The President and the VicePresident shall undertake such functions in respect of the Association as the Executive Committee may determine from time to time.
- b. The Executive Committee will also elect from among its members a VicePresident and may determine for what period she is to hold office. The VicePresident will preside on the Executive Committee with full powers in the absence of the President.
- c. Provided that in the absence of both the President and the VicePresident, and provided a quorum is available, the Executive Committee will have the power to appoint a substitute/s to conduct the meetings.
- d. No remuneration (except by way of reimbursement of out of pocket expenses, if any) shall be paid to any member of the Executive Committee in respect of their office.

ARTICLE 19 – SECRETARY

- a. The Secretary shall be elected at the General Meeting. The Secretary will be responsible for the secretarial and administrative work of the Executive Committee.
- b. The Executive Committee may elect from among its members an Assistant Secretary to assist the Secretary as necessary.
- c. No remuneration (except by way of reimbursement of out of pocket expenses, if any) shall be paid to any member of the Executive Committee in respect of their office.

ARTICLE 20 – TRESURER

- a. The Treasurer shall be elected at the General Meeting. The Treasurer will be responsible for all the Financial and Accounting work of the Executive Committee.
- b. The Treasurer will control the funds of SSWA, the membership fees that the members pay, the annual budget, the collection of payments as well as payments including but not limited to taxes and other relevant legal duties.
- c. The Treasurer will be responsible for maintaining up to date accounts, managing any cheques, as well as all the financial instruments of SSWA that will be jointly signed by the President and the Treasurer.
- d. They will be the administrator and immediate collector of any relevant SSWA dues and will be the person maintaining an up to date inventory which will be presented at the end of their term.
- e. They will also present the Treasury report to the Executive committee as well as the Annual General Meeting, reflecting the SSWA financial position.

ARTICLE 21 - AUDITORS

The auditors or reviewers of accounts shall be nominated and elected by the members attending the General Meeting and having a right to vote at General Meetings. No auditor or reviewer of accounts who has held office on the Executive Committee during the past twelve (12) months will be eligible for nomination. No auditor or reviewer of accounts shall run for office on the Executive Committee during the coming twelve (12) months.

ARTICLE 22 – DISQUALIFICATION OF MEMBERS OF THE EXECUTIVE COMMITTEE

The office of an Official Member of the Committee shall be vacated:

- a. If she ceases to be a member of SSWA.
- b. If by notice in writing to the Association, she resigns her office.

ARTICLE 23 – Suspension

The Association may by a resolution taken at an Extraordinary General Meeting remove any Member of the Executive Committee before the

expiration of her period of office if she is guilty of repetitive disruption of meetings, hinders the function of the SSWA or breaks the confidentiality and trust of other Members.

The Association may by the same or another resolution appoint another Member in her stead; but any person so appointed shall retain her office so long only as the Member in whose place she is appointed would have held the same if she had not been removed.

ARTICLE 24 - SUBSCRIPTIONS, FINANCES AND ACCOUNTS

The funds of the Association shall also be collected from voluntary contributions, donations or grants by Members, benefactors and from fundraising activities.

The funds of the Association shall be deposited in bank accounts of a reputable local bank in the name of SSWA and the authorized joint signatories for operating such accounts shall be the President, the VicePresident and the Treasurer. The signature of the Treasurer or one other signature of the President or Vice President will suffice.

The Treasurer shall keep such proper books of accounts as will enable her to present at every General Meeting of SSWA, or at any other time if required (on reasonable notice to her) by the Executive Committee, an accurate report and statement concerning the finances of the Association.

ARTICLE 25 - TEMPORARY SEPARATION BY PERSONAL AND VOLUNTARY DECISION

Any member that so wishes shall have the ability to separate themselves (renounce) from SSWA with prior notice and in writing to the Executive Committee, with the right to join again in the next three (3) months.

ARTICLE 26 - CONDUCT OF MEMBERS

Every Member shall conform to SSWA Code of Ethics. Any Member or members alleged to have brought, or attempted to bring disrepute on the Association, shall be asked to appear before the Executive Committee and if, in the opinion of the Executive Committee, the case be found proven, the Member shall be deprived of her membership. If the said Member fails to appear before the Executive Committee without justification she shall be deprived of membership.

ARTICLE 27 - MODIFICATION OF THE STATUTES

These Statutes may be revoked, added to or altered by an electronic vote of a minimum 51% (fifty one percent) of all SSWA Members, as long as notice has been duly given specifying the intention to propose the revocation, addition or alteration, together with full particulars thereof.

Any modification on the Statutes, will not take effect until not approved by the Registry of Societies.

ARTICLE 28 - INTERPRETATION

The Executive Committee will use its own judgment in order to take decisions on subjects not specified in these statutes, as long as they are in accordance with the aims and objective of SSWA.

ARTICLE 29 – NOTICES

Each Member of SSWA shall keep the Executive Committee informed of that Member's private address, email address, or of some other address at which communications may be addressed to her.

ARTICLE 30 - DISSOLUTION

If at any time the Association shall pass in General Meeting by a majority comprising seventy five per cent (75%) of all the registered Members present and entitled to vote a resolution of its intention to dissolve, the Executive Committee shall take immediate steps to settle any debts, and dispose of the monies and property remaining as determined by the General Meeting; and thereupon the Association shall for all purposes be dissolved.

In the event of dissolution of SSWA, any remaining funds and/or property shall be donated to a voluntary non-profit making organization or a charitable institution chosen by the outgoing Executive Committee.

A Certificate of Dissolution shall be given within seven (7) days of the dissolution to the Registrar of Societies.

ARTICLE 31 - VISITORS AND GUESTS

Visitors and guests may be admitted to the Society's events but they shall not be admitted into the privileges of the Society. All visitors and guests shall abide by the Society's rules and regulations.

.