



MINISTRY OF
HOME AFFAIRS

Registry Of Societies

ICA Building 10 Kallang Road #06-00
Singapore 208718
Tel: 63916325 Fax: 62934489
Website: <http://www.mha.gov.sg/ros>

DID No. : 63916353
Your Ref : CA/2003646734/PF/cn
Our Ref : ROS 0270/2003 TAP

Date: 17 January 2004

M/s Harry Elias Partnership
Advocates & Solicitors
9 Raffles Place #12-01
Republic Plaza
Singapore 048619



Dear Sirs

REGISTRATION OF: SOCIETY OF COSMETIC SCIENTISTS (SINGAPORE)

We wish to inform you that the gazette notification effecting the above was published in the Singapore Government Gazette on **5 December 2003** vide Notification Number **3046**. The society was registered on **18 November 2003**.

2 Copies of the Gazette may be purchased from the SNP Corporation Ltd, Legal Publication at:

491 River Valley Road
#01-19/20 Valley Point
Singapore 248371

(Tel : 67335794 and Fax : 67333671).

Yours faithfully

for Jennifer Ng (Mdm)
Societies Executive
for Registrar of Societies

**CONSTITUTION OF
SOCIETY OF COSMETIC SCIENTISTS (SINGAPORE)**

NAME

1. This Society shall be known as the Society of Cosmetic Scientists (Singapore), hereinafter referred to as the "Society".

PLACE OF BUSINESS

2. Its place of business shall be at "78 Shenton Way #15-02, Singapore 079120" or such other address as may subsequently be decided upon by the Council and approved by the Registrar of Societies. The Society shall carry out its activities only in places and premises which have the prior written approval from the relevant authorities, where necessary.

OBJECTS

- 3.1 Its objects are:
 - a) To promote the advancement of the science of cosmetics, toiletries and perfumery.
 - b) To develop the professional knowledge and status of its members.
 - c) To promote high ethical standards in cosmetic science.
 - d) To maintain good relations with similar associations locally and abroad.
 - e) To maintain close contacts with relevant authorities, consumer organisations and bodies related to the cosmetic industry.
- 3.2 In furtherance of the above objects, the Society may take affirmative actions to promote, facilitate and achieve the Society's objects within the bounds of law, rules and regulations of Singapore and the Society's Bye-laws.

MEMBERSHIP QUALIFICATION AND RIGHTS

- 4.1 Membership is open to those applicants who agree with the objects of the Society, have the necessary qualifications and who, in the opinion of the Council, are acceptable.

Membership shall consist of the following classes:

(i) Ordinary Members

Ordinary Members must possess one of the following qualifications:

- (a) A degree granted by an accredited University in Chemistry, Chemical Engineering, Pharmacy, Medicine, Biology, Physics or related sciences or an equivalent of such degrees as recognised by the Council and at least one year of work experience essentially devoted to some scientific aspect(s) of cosmetics and/or technologically closely related products; or
- (b) Have completed not less than two years full time course for any degree or equivalent qualifications and who have been active in the cosmetic, toiletry, perfumery or allied industries for not less than three (3) years; or
- (c) Any such qualifications as may be prescribed by a resolution of the Council.

(ii) Honorary Members

The Society may, by a majority vote in a General Meeting, elect as Honorary Members such persons as may be deemed worthy by virtue of services rendered to the Society or of scientific value in the cosmetic and allied fields. Honorary members shall be entitled to take part in all the Society's activities.

(iii) Associate Members

Associate Members must possess one of the following qualifications:

- (a) An educational standard in two scientific subjects of the General Certificate of Education, Advanced Level, or a recognised equivalent of such qualifications, together with at least three years of experience essentially devoted to some aspect(s) of cosmetics and/or technologically closely related products;
- (b) An educational standard in two scientific subjects of the General Certificate of Secondary Education, Ordinary Level, or a recognised equivalent together with at least five years of experience essentially devoted to some scientific aspect(s) of cosmetics and/or technologically closed related products;
- (c) At least seven years' experience relevant to cosmetics, toiletries, perfumeries or closely related products; or

- (d) Any other qualifications which, in the opinion of the Council, makes the candidate worthy of Associate Membership.
- (iv) Student Members

Students are defined as:

- (a) Those pursuing an accredited educational course (scientific or technical) leading ultimately to Ordinary Membership or Associate Membership of the Society; or
 - (b) Those who, in the opinion of the Membership Committee, have the required academic qualifications and who are gaining, or actively seeking to gain, approved experience and expecting admission to Ordinary Membership or Associate Membership of the Society.
- 4.2 Only Ordinary Members who are above 21 years of age shall have the right to vote and to hold office in the Society.

APPLICATION FOR MEMBERSHIP

- 5.1 A person wishing to join the Society should submit an application in writing to the Secretary on a prescribed form.
- 5.2 The Council will decide on the application for membership.
- 5.3 A copy of the Constitution and Bye-laws shall be furnished to every approved member.

ENTRANCE FEES. SUBSCRIPTIONS AND OTHER DUES

- 6.1 There shall be no entrance fee payable by all members.
- 6.2 The annual membership fees shall be determined by the General Meeting on recommendation of the Council from time to time.
- 6.3 Annual subscriptions are payable as follows:
- a) The annual subscriptions shall differ among the various classes of membership and the Council will circulate the applicable annual subscription annex to Ordinary Members, Associate Members and Student Members;
 - b) The annual subscription is payable in full at the time of application for membership, but shall be refunded in full in the event the application for membership is not accepted; and
 - c) The annual subscription shall be subject to review and any increase recommended shall require the consent of the general meeting of members.

- 6.3 For Honorary Members and Ordinary Members/Associate Members over the age of 70 years, the annual subscription is waived.
- 6.4 Annual membership fees are payable in advance as provided in Article 6.3(b) or by 1st April of each calendar year. If a member falls into arrears with his annual membership fees, he shall be informed immediately by the Treasurer. If the member fails to settle his arrears within eight (8) weeks of their becoming due, the President may order that his name be posted on the Society's notice board and that he be denied the privileges of membership until he settles his account. If he falls into arrears for more than three (3) months, he will automatically cease to be a member and the Council may take legal action against him provided that they are satisfied that he has received due notice of his debts.
- 6.5 Any additional fund required for special purposes may only be raised from members with the consent of the general meeting of the members.

SUPREME AUTHORITY AND GENERAL MEETINGS

- 7.1 The supreme authority of the Society is vested in a General Meeting of the members presided over by the President.
- 7.2 An Annual General Meeting shall be held in March of each year, at an appropriate venue to be decided by the Council.
- 7.3 At other times, an Extraordinary General Meeting must be called by the President on the request in writing of not less than 25% of the total voting membership or 30 voting members, whichever is the lesser and may be called at anytime by order of the Council. The notice in writing shall be given to the Secretary setting forth the business that is to be transacted. The Extraordinary General Meeting shall be convened within two months from receiving this request to convene the Extraordinary General Meeting.
- 7.4 If the Council does not within two (2) months after the date of the receipt of the written request proceed to convene an Extraordinary General Meeting, the members who requested for the Extraordinary General meeting shall convene the Extraordinary General Meeting by giving ten (10) days' notice to voting members setting forth the business to be transacted and simultaneously posting the agenda on the Society's notice board.
- 7.5 At least two (2) weeks' notice shall be given of an Annual General Meeting and at least ten (10) days' notice of an Extraordinary General Meeting. Notice of meeting stating the date, time and place of meeting shall be sent by the Secretary to all voting members. The particulars of the agenda shall be posted on the Society's notice board four (4) days in advance of the meeting.

- 7.6 Unless otherwise stated in this Constitution, voting by proxy is allowed at all General Meetings.
- 7.7 The following points will be considered at the Annual General Meeting:
- a) The previous financial year's accounts and annual report of the Council.
 - b) Where applicable, the election of office-bearers and Honorary Auditors for the following term.
- 7.8 Any member who wishes to place an item on the agenda of a General Meeting may do so provided he gives notice to the Secretary one (1) week before the meeting is due to be held.
- 7.9 At least 25% of the total voting membership or thirty (30) voting members present in person at a General Meeting, whichever is the lesser, shall form a quorum. Proxies shall not be constituted as part of the quorum.
- 7.10 In the event of there being no quorum at the commencement of a General Meeting, the meeting shall be adjourned for half an hour and should the number then present be insufficient to form a quorum, those present shall be considered a quorum, but they shall have no power to amend any of the existing Constitution.
- 7.11 A member may vote in person or by proxy or by attorney and on a show of hands every person present who is a member or a representative of a member shall have one vote. All persons being proxies shall be ordinary members.

MANAGEMENT AND COUNCIL

- 8.1 The administration of the Society shall be entrusted to a Council consisting of the following to be elected at alternate Annual General Meetings:
- A President
 - A Vice-President
 - An Honorary Secretary
 - An Honorary Treasurer
 - Eleven (11) Ordinary Council Members
- 8.2 Names for the above offices shall be proposed and seconded at the Annual General Meeting and election will follow on a simple majority vote of the members. All office-bearers, except the Treasurer may be re-elected to the same or related post for a consecutive term of office. The term of office of the Council is two years.

- 8.3 Election will be either by show of hands or, subject to the agreement of the majority of the voting members present, by a secret ballot. In the event of a tie, the Chairman of the meeting shall have a casting vote.
- 8.4 A Council Meeting shall be held at least once every 6 months (2 times per calendar year) after giving seven days' notice to Council Members. The President may call a Council Meeting at any time by giving five days' notice. At least ½ of the Council Members must be present for its proceedings to be valid.
- 8.5 Any member of the Council absenting himself from three meetings consecutively without satisfactory explanations shall be deemed to have withdrawn from the Council and a successor may be co-opted by the Council to serve until the next Annual General Meeting. Any changes in the Council shall be notified to the Registrar of Societies within two weeks of the change.
- 8.6 The duty of the Council is to organize and supervise the daily activities of the Society. The Council may not act contrary to the expressed wishes of the General Meeting without prior reference to it and always remains subordinate to the General Meetings.
- 8.7 The Council has power to authorize the expenditure of a sum not exceeding \$8000 per quarter from the Society's funds for the Society's purposes.

DUTIES OF OFFICE-BEARERS

- 9.1 The President shall chair all General and Council meetings. He shall also represent the Society in its dealings with outside party.
- 9.2 The Vice-President shall assist the President and deputise for him in his absence.
- 9.3 The Honorary Secretary shall keep all records, except financial, of the Society and shall be responsible for their correctness. He will keep minutes of all General and Council meetings. He shall maintain an up-to-date Register of Members at all times.
- 9.4 The Honorary Treasurer shall keep all funds and collect and disburse all moneys on behalf of the Society and shall keep an account of all monetary transactions and shall be responsible for their correctness. He is authorized to expend up to \$500 per month for petty expenses on behalf of the Society. He will not keep more than \$1000 in the form of cash and money in excess of this will be deposited in a bank to be named by the Council. Cheques, etc. for withdrawals from the bank will be signed by the Treasurer and either the President or the Vice-President or the Secretary.

AUDIT AND FINANCIAL YEAR

- 10.1 Two voting members, not being members of the Council, shall be elected as Honorary Auditors at (each/alternate) Annual General Meeting and will hold office for a term of (two years) Only and shall not be re-elected for a consecutive term.
- 10.2 They:
- a) Will be required to audit each year's accounts and present a report upon them to the Annual General Meeting.
 - b) May be required by the President to audit the Society's accounts for any period within their tenure of office at any date and make a report to the Council.
- 10.3 The financial year shall be from 1st January to 31st December.

TRUSTEES

- 11.1 If the Society at any time acquires any immovable property, such property shall be vested in trustees subject to a declaration of trust.
- 11.2 The trustees of the Society shall:
- a) Not be more than four and not less than two in a number
 - b) Be elected by a General Meeting of members.
 - c) Not effect any sale or mortgage of property without the prior approval of the General Meeting of members.
- 11.3 The office of the trustee shall be vacated:
- a) If the trustee dies or becomes a lunatic or of unsound mind.
 - b) If he is absent from the Republic of Singapore for a period of more than one year.
 - c) If he is guilty of misconduct of such a kind as to render it undesirable that he continues as a trustee.
 - d) If he submits notice of resignation from his trusteeship.
- 11.4 Notice of any proposal to remove a trustee from his trusteeship or to appoint a new trustee to fill a vacancy must be given by posting it on the notice board in the Society's Premises at least two weeks before the General Meeting at which the proposal is to be discussed. The result of such General Meeting shall then be notified to the Registrar of Societies.

- 11.5 The address of each immovable properties, name of each trustee and any subsequent change must be notified to the Registrar of Societies.

VISITORS AND GUESTS

12. Visitors and guests may be admitted into the premises of the Society 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.

PROHIBITIONS

- 13.1 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 Society's premises. The introduction of materials for gambling or drug taking and of bad characters into the premises is prohibited.
- 13.2 The funds of the Society shall not be used to pay the fines of members who have been convicted in court of law.
- 13.3 The Society 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.
- 13.4 The Society 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 the effect of fixing or controlling the price or any discount, allowance or rebate relating to any goods or service which adversely affect consumer interests.
- 13.5 The Society shall not indulge in any political activity or allow its funds and/or premises to be used for political purposes.
- 13.6 The Society shall not hold any lottery, whether confined to its members or not, in the name of the Society or its office-bearers, Council or members unless with the prior approval of the relevant authorities.
- 13.7 The Society shall not raise funds from the public for whatever purposes without the prior approval in writing of the Head, Licensing Division, Singapore Police Force and other relevant authorities.

AMENDMENTS TO CONSTITUTION

14. No alteration or addition/deletion to this Constitution shall be made except at a general meeting and with the consent of two-thirds of the voting members present at the General Meeting, and they shall not come into force without the prior sanction of the Registrar of Societies.

INTERPRETATION

15. In the event of any question or matter pertaining to day-to-day administration which is not expressly provided for in this Constitution, the Council shall have power to use their own discretion. The decision of the Council shall be final unless it is reversed at a General Meeting of members.

DISPUTES

16. In the event of any dispute arising amongst members, they shall attempt to resolve the matter at an Extraordinary General Meeting in accordance with this Constitution and Bye-laws. Should the members fail to resolve the matter, they may bring the matter to a court of law for settlement.

DISSOLUTION

- 17.1 The Society shall not be dissolved, except with the consent of not less than 3/5 of the total voting membership of the Society for the time being resident in Singapore expressed, either in person or by proxy, at a General Meeting convened for the purpose.
- 17.2 In the event of the Society being dissolved as provided above, all debts and liabilities legally incurred on behalf of the Society shall be fully discharged, and the remaining funds will be disposed of in such manner as the General Meeting of members may determine or donated to an approved charity or charities in Singapore.
- 17.3 A Certificate of Dissolution shall be given within seven days of the dissolution of the Registrar of Societies.