



## **Constitution**

Registered Address:

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### **CERTIFICATE OF REGISTRATION**

It is hereby certified that the Singapore Maritime Employers Federation has been registered under section 10 of the Trade Union Ordinance, 1940, this 26th day of August 1955 and its registration is 315/55.

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**1. Name**

The Union shall be called "SINGAPORE MARITIME EMPLOYERS FEDERATION" (hereinafter called "the Federation").

**2. Place of Business**

The Registered Office of the Federation is at 59 Tras Street Singapore 098998 or such other address as may subsequently be decided upon by the Executive Committee and approved by the Registrar of Trade Union.

**3. Objects**

The Objects of the Federation are as follows :

- i) To promote good industrial relation between workers and employers.
- ii) To negotiate with any trade unions recognised by the Federation as properly representative of such seamen and to conclude agreements with such trade unions as to the conditions of service of such seamen for vessels for which the members are responsible.

The term "seamen" shall include officers.

- iii) To agree on a common policy regarding the welfare of seamen recruited in the Republic of Singapore.
- iv) To affiliate with other bodies or associations of a similar nature.

**4. Members**

Membership shall be open to companies who are owners of vessels and who recruit seamen in the Republic of Singapore or companies who recruit seamen on behalf of shipowners whom they represent within the Republic of Singapore. They shall be elected as Members of the Federation in the manner hereinafter prescribed. Limited liability companies, whether incorporated in the Republic of Singapore or elsewhere, and unincorporated associations shall be eligible for membership.

**5. Election of Members**

No candidate for election as a Member shall be elected unless at least two-thirds of the aggregate of votes of the Members of the Federation at the date the name of the intended candidate is submitted for election are recorded in his or its favour.

**6. Subscriptions**

Each Member will bear a share of the annual expenses of the Federation in direct ratio to the average number of votes which such Member holds during the corresponding year. Provided that no Member shall be liable to a share of expenses greater than that attributable to two votes.

**7. Members' Representatives**

Each Member of the Federation as is a limited liability company or an unincorporated association shall be entitled to appoint a representative to act for it generally in connection with the affairs of the Federation and such representative when appointed as aforesaid shall have full authority to vote and to do all matters and things in connection with the Federation on behalf of the limited liability company or unincorporated association appointing him. The representative shall comply with such conditions and qualifications as the Federation may impose. The appointment shall be made in a prescribed form.

**8. Membership List**

A List of Members shall be maintained. The books and names of Members of the Federation may be inspected by any person having an interest in the funds of the trade union.

**9. Limited Powers of the Federation**

The Members of the Federation shall only vote in connection with the following matters:

- i) Application for membership
- ii) The election of Chairman and/or Vice-Chairman
- iii) The election of Honorary Secretary
- iv) The election of Honorary Treasurer
- v) Matters relating to the Federation's own finances and its internal management
- vi) Amendments of the Rules and Objects of the Federation
- vii) Matters coming within the scope of its Objects as set out above.

**10. Office Bearers**

The Members of the Federation shall elect the following office bearers :

- i) Chairman
- ii) Vice-Chairman
- iii) Honorary Secretary
- iv) Honorary Treasurer

The office bearers shall be officers of one or more of the Member companies of the Federation and shall hold office for not more than one year from the date of their election unless their term of office is renewed by a majority of votes of the Members of the Federation. In the absence of the Chairman, the Vice-Chairman shall act in his stead. In the absence of both the Chairman and the Vice-Chairman, the Members present at the meeting of the Federation shall elect a Chairman to act for the purpose of the meeting in question only. The Chairman or Vice-Chairman or Honorary Secretary or Honorary Treasurer, may be removed by a resolution by which two-thirds of the votes of the Members for the time being are recorded in favour.

**11. Executive Committee**

All Members of the Federation will constitute the "Executive Committee" as defined by the Trade Unions Act.

**12. Treasurer**

The Honorary Treasurer shall be in charge of the financial matters of the Federation including all receipts and payments, budgets and the issue and signing of cheques.

All cheques drawn on the Federation's account shall be signed by the following officers of the union:-

- i) the Chairman or in his absence, the Vice-Chairman;
- ii) the Honorary Treasurer; and
- iii) the Honorary Secretary.

In the absence of the Honorary Treasurer and/or the Honorary Secretary, the Executive Secretary may sign in place of the absent officer(s).

**13. Executive Secretary**

The Executive Secretary of the Federation shall be appointed by a resolution passed at a meeting of the Members. The Executive Secretary will have custody of the funds of the Federation and shall be responsible for the preparation of Statement of Receipts and Expenditure and Statement of Assets and Liabilities with a Statutory Declaration for the submission of the Annual Return to the Registrar of Trade Unions.

The Accounts shall be audited annually. Officers and Members may inspect the accounts at any time. The Executive Secretary may be removed by a resolution by which two-thirds of the votes of the Members for the time being are recorded in favour.

**14. Voting**

- i) Each Member of the Federation shall have one vote for every 500 seamen recruited in the Republic of Singapore and employed by such Member at the time of voting. Provided nevertheless that any Member employing less than 500 such seamen at the time of voting shall have one vote. Provided further that the employment of any excess of such seamen over any multiple of 500 shall entitle the employing Member to an extra vote in respect of such excess Member. Minutes of all meetings shall be rendered by the Executive Secretary and shall be confirmed by the signature of the Chairman at the next meeting. In the event of there being an equality of voting, the Chairman shall have an additional or casting vote. Except otherwise specifically provided in these Rules or in the Trade Unions Act, Cap.333, all resolutions shall be carried by a simple majority of votes cast. All voting shall be by secret ballot.
  
- ii) For the purpose of defining the number of votes to which any Member of the Federation shall be entitled in accordance with the provisions of Rule 14(i) Members shall lodge with the Executive Secretary a statement of seamen recruited in the Republic of Singapore in their employ on the 31st day of March and the 30th day of September in each year; during the period of 6 months next succeeding the date on which any such statement is lodged in accordance with this requirement. Members shall be entitled to cast at any meeting that number of votes to which they are entitled by the number of such seamen disclosed by their respective statements.

**15. Cessation of Membership**

Any Member shall ipso facto cease to be a Member of the Federation upon the happening of one of the following events :-

- i) In the event of such Member giving notice in writing to the Executive Secretary of the Federation of his or its desire to resign from the Federation;
  
- ii) In the event of such Member not resigning within seven days of his or its being notified in writing of the passing of a resolution by not less than three-quarters of the votes held by Members of the Federation for the time being requiring his or its resignation.

**16. Conduct of Expulsion of Members**

Any matter involving the conduct of any Member or his or its expulsion from the Federation shall be referred by the Chairman to the Federation at a meeting thereof specially convened for that purpose. Seven days notice of such meeting must be given to the Member concerned by the Executive Secretary. The notice shall set out the matter upon which the Federation's decision or advice is desired and the Member in question or his or its Nominee shall be entitled to be heard personally and to be present at the meeting for that purpose (but not thereafter) before any decision or recommendation of the Federation is recorded.

**17. Funds of the Federation**

The funds of the Federation shall be applied by the Trustees acting upon the decisions general or specific, by resolutions, of the Federation in payment of salaries of Officials of the Federation and of the usual office and other expenses of the Federation and in furtherance of the Objects of the Federation. Any funds of the Federation not immediately required for any of the aforesaid purposes may be invested by the Trustees subject to the decisions of the Federation as aforesaid in and upon any of the investments for the time being authorised by law for the investment of Trust Funds.

**18. Levies**

If at any time it deems, by resolution, that an emergency has arisen making it advisable that a levy should be made, the Federation shall call an Extraordinary General Meeting to consider whether such levy should be imposed. Fourteen (14) days notice shall be given of such meeting to all Members specifying the nature of the business to be transacted. If such Extraordinary General Meeting by vote of not less than two-thirds of the votes cast by those present resolves that a levy should be imposed, the levy shall forthwith become due and payable from the date specified in such resolution.

**19. Failure To Pay Levies**

Any Member failing to pay a levy within two months after notification thereof has been posted to him by the Executive Secretary, of being in arrears 3 months with subscriptions, shall be disqualified from taking part in any proceedings of the Federation. In default of payment of the amount of any levy or subscription within one month of final demand under the hand of the Executive Secretary, such Member may, subject to the Provisions of Rules 15 & 16, be expelled from the Federation.

**20. Quorum**

A quorum shall consist of not less than five Members of the Federation collectively.

**21. Amendment To Constitution**

Any proposed alteration, addition or amendment to the rules or to any subsequent Rules which may be adopted hereafter shall be submitted to the Federation duly proposed and seconded in writing. The Executive Secretary shall thereupon circulate the same to Members of the Federation and convene an Extraordinary General Meeting to consider and, if thought fit, to adopt such proposal, with or without modification. The notice convening any such meeting shall set forth the mover's proposal and the reasons therefore which he may have given. Any proposal which is adopted by resolution passed in accordance with Rule 14 (but by two-thirds of the votes cast by those present) shall be valid and binding upon all Members.

**22. Resolution**

A resolution in writing by Members representing not less than two-thirds of the voting power of all Members for the time being shall be as valid and effectual as if it had been passed at a meeting of the Federation duly called, held and constituted.

**23. Trustees**

- i) Three trustees shall be appointed at a meeting of the Members. The trustees so appointed shall hold office for such period as may be decided by the Members or until such time as such appointment is terminated by the Members by notice in writing to the Trustee concerned. The property of the Federation shall vest in such three trustees jointly in terms of Section 44 of Trade Unions Act.
- ii) No person who is holding the office of Chairman, Vice- Chairman, Honorary Secretary, Honorary Treasurer or other similar office in the Federation or who is not a citizen of Singapore shall be appointed or elected as a trustee of the Federation without the prior written approval of the Minister for Labour.

**24. Dissolution**

The Federation may be dissolved by a resolution of not less than two-thirds of the votes held by Members at a meeting specially convened for the purpose of voting on the subject of dissolution. On dissolution, any funds belonging to the Federation shall be divided among Members in proportion to the subscriptions paid by such Members during the existence of the Federation.

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