

SINGAPORE MARITIME EMPLOYERS FEDERATION

51 Goldhill Plaza #21-10

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Constitution of the Singapore Maritime Employers Federation (SMEF)

Article 1: Name and Objects

1.1 Name

The name of the Trade Union shall be "Singapore Maritime Employers Federation" (hereinafter referred to as "SMEF").

1.2 Place of Business

The registered office of the SMEF shall be at 51 Goldhill Plaza #21-10 Singapore 308900, or any other place as determined by the Executive Committee and registered with the Registry of Trade Unions.

1.3 Objects

The objects of SMEF shall be:

- To promote and protect the interests of maritime employers in Singapore, including fostering good industrial relations between workers and employers.
- To facilitate communication and cooperation among maritime employers.
- To provide a platform for addressing issues relevant to the maritime industry.
- To represent members in negotiations, industrial actions, and disputes with workers and unions.
- To encourage professional development and promote best practices within the maritime industry.
- To agree on a common policy regarding the welfare of seafarers recruited in the Republic of Singapore.

Article 2: Membership

2.1 Eligibility for Membership

Membership shall be open only to limited liability companies incorporated in Singapore that are owners or operators of vessels, maritime service providers, and employers of maritime employees, including but not limited to seafarers, shore-based workers, and offshore staff within the Republic of Singapore.

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2.2 Categories of Membership

SMEF shall recognize and establish various categories of membership to reflect the diversity of maritime employers, including but not limited to shipowners, offshore operators, logistics providers, and maritime technology companies.

2.3 Admission of Members

A candidate for membership shall be elected by a two-thirds majority vote of the Executive Committee.

2.3.1 Members' Representatives

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

2.4 Rights and Privileges of Members

All members shall be entitled to participate in the activities and benefits of SMEF and shall have voting rights as determined by the Executive Committee subject to Article 7.3

2.5 Obligations of Members

Members shall abide by the Constitution of SMEF and promote its interests to the best of their ability.

2.6 Membership List

SMEF shall maintain an updated list of all its members, which will be reviewed periodically to ensure accuracy. The books and names of Members of SMEF may be inspected by any person having an interest in the funds of the trade union.

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Article 3: Executive Committee

3.1 Composition

The Executive Committee shall consist of a Chairman, Vice-Chairman, Secretary, Treasurer, and such other officers as may be necessary for the proper functioning of SMEF. Members of the Executive Committee shall be nominated and elected at the Annual General Meeting (AGM) for a term of two (2) years. Each member of the Executive Committee, including the Chairman, may serve a maximum of three (3) consecutive terms (i.e., six (6) years in total).

3.2 Nominations of Committee Members

The Executive Committee shall ensure its composition reflects the diversity of the maritime industry, with consideration given to gender, nationality, and professional experience. All positions within the Executive Committee shall be contested and elected through a transparent voting process.

3.3 Powers and Duties

The Executive Committee shall be responsible for the management and administration of SMEF's affairs, including:

- Approving the admission of new members.
- Conducting an annual governance review and recommending necessary amendments to the Constitution.
- Promoting continuous professional development programs for the benefit of members and their employees.

3.4 Voting on Committee Decisions

The election of officers, amendments of rules, strikes, dissolution, and any other matters affecting the members of SMEF generally will be decided by secret ballot. Where a secret ballot is not required by law, the Executive Committee may decide on the form of voting by a simple majority.

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Article 4: General Meetings

4.1 Annual General Meeting (AGM)

The Annual General Meeting shall be held once a year, with at least 14 days' notice given to all members.

4.2 Special General Meetings (SGM)

A Special General Meeting may be convened by the Executive Committee or at the request of at least one-third of the members.

4.3 Quorum

The quorum for a General Meeting shall be one-third of the total membership.

Article 5: Finance

5.1 Financial Year

The financial year of SMEF shall begin on 1st April and end on 31st March each year.

5.2 Subscription Fees

The annual subscription fees for each category of membership shall be determined by the Executive Committee and approved at the Annual General Meeting.

5.3 Financial Management

The Executive Committee shall be responsible for the proper management of SMEF's finances, including the preparation of an annual budget and financial statements. All cheques drawn on SMEF's account shall be signed by:

- The Chairman (or, in his absence, the Vice-Chairman); and
- The Treasurer or Secretary.

In the absence of both the Treasurer and Secretary, the committee shall appoint one of its members to sign on their behalf.

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5.4 Safe Custody of Funds

The funds of SMEF shall be applied by the Executive Committee acting upon the decisions, general or specific, by resolutions, of SMEF in payment of salaries of Officials of the SMEF and of the usual office and other expenses of SMEF and in furtherance of the Objects of SMEF. Subject to the decisions of SMEF Executive Committee and in accordance with the applicable law, funds of SMEF not immediately required for any of the aforesaid purposes may be invested by and in the name of the Trustees for the time being in investments authorized by law for the investment of trust money.

5.4.1 Treasurer and Secretary

The Honorary Treasurer shall be responsible for the funds of SMEF and for the collection, disbursement and custody thereof.

The Executive Secretary shall be responsible for the preparation of the Statement of Receipts and Expenditure and Statement of Assets and Liabilities with a Statutory Declaration for the submission of the audited Annual Return to the Registrar of Trade Unions.

Article 6: Trustees

6.1 Appointment of Trustees

SMEF shall appoint at least three (3) Trustees, who must be members of SMEF. These Trustees shall be elected by the members at a General Meeting and the Registry of Trade Unions shall be notified.

The Trustees shall serve for a period of three (3) years or until they resign whichever is earlier.

6.2 Role and Responsibilities of Trustees

The property of SMEF shall vest in the trustees jointly in terms of Section 44 of the Trade Unions Act 1940. Trustees shall safeguard all property, funds, and assets, ensuring they are used exclusively for SMEF's objectives. Trustees shall act in accordance with the Constitution and applicable legislation including the Trade Unions Act 1940 (TUA) and Trustees Act 1967.

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6.3 Removal of Trustees

A Trustee may be removed from office for reasons including but not limited to misconduct, failure to perform duties, or conflict of interest. If such reasons arise, the Executive Committee may resolve to remove the Trustee. In the event of the death, resignation, or removal of a Trustee, a new Trustee shall be appointed to fill the vacancy at the next General Meeting or Special General Meeting as deemed necessary to provide for at least three Trustees.

Article 7: Membership Compliance and Discipline

7.1 Cessation of Membership

Membership in SMEF shall cease under the following conditions:

- Resignation: Any member may resign from SMEF by submitting written notice to the Executive Committee.
- Expulsion: A member may be expelled for violation of SMEF's rules or conduct that brings disrepute to SMEF, as determined by the Executive Committee.
- Dissolution: In the event of the dissolution of a member Company
- Non-payment: Persistent failure to pay membership fees or financial obligations after written reminders.

7.2 Disciplinary Measures

The Executive Committee reserves the right to take disciplinary action, including expulsion, against members who:

- Engage in unethical or illegal activities.
- Breach SMEF's Constitution or rules.
- Behave in a manner detrimental to SMEF or its members.

Before expulsion, members shall be given written notice and an opportunity to respond to the allegations within 30 days. Expulsion decisions can be appealed to an independent review panel appointed by Executive Committee.

7.3 Failure to Pay Subscription fees

- (i) Members are required to pay subscription fees and dues promptly as determined by the Executive Committee and approved at the AGM.

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(ii) Failure to pay subscription fees within two (2) months after notification will result in the suspension of membership benefits, including the right to participate in proceedings, vote on SMEF matters, or stand for election.

(iii) Persistent non-payment, defined as being three (3) months in arrears, despite written reminders, may lead to cessation of membership as outlined under Article 7.1

(iv) The Executive Committee shall take reasonable steps to engage with the member to resolve payment issues before any enforcement action. Final demand notices will be sent before disqualification or cessation proceedings.

Article 8: Amendments to the Constitution

8.1 Amendment Procedure

Amendments to the Constitution may be proposed by the Executive Committee or by at least one-third of the members. Such amendments shall be approved by a two-thirds majority of the members present at a General Meeting through a secret ballot and shall take effect from the date of registration by the Registrar

8.2 Notice of Amendment

Notice of any proposed amendment shall be given to all members at least 21 days prior to the General Meeting at which it will be considered.

Article 9: Dissolution

9.1 Procedure for Dissolution

SMEF may be dissolved by a resolution passed by a two-thirds majority of the members present at a General Meeting convened for this purpose through a secret ballot.

9.2 Distribution of Assets

In the event of dissolution, after satisfying and providing for all debts and liabilities of SMEF and costs of winding up, any remaining assets of SMEF shall be distributed in accordance with the law and decided by the members present and voting.