

HOLLANDSE CLUB

RULES & REGULATIONS

as per 10/03/21 AGM

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Article 1 - The Club

Article 1.1 Name

The name of the club shall be 'Hollandse Club' and wherever in these Rules the word 'Club' shall occur it shall have the same meaning.

Article 1.2 Address

The Club shall have its address at 22 Camden Park, Singapore 299814.

Article 1.3 Colours

The Club colours shall be red, white, blue, and teal matching those specified in the Club's branding identity.

Article 2 - Definitions

Article 2.1

Wherever in these Rules & Regulations (the 'Rules') the word 'Singapore' shall occur, it shall be deemed to mean the territory of the Republic of Singapore.

Article 2.2

Wherever in these Rules the word 'Resident' shall occur, it shall mean:

A person considered by the Singapore Immigration & Checkpoint Authority (ICA) to be resident in Singapore as well as a person whom the Main Committee of the Club can reasonably consider as being a resident of Singapore.

Article. 2.3

Wherever in these Rules & Regulations the word 'Rules' shall occur, it shall have the same meaning as Rules and Regulations, and Bye-Laws of the Club.

Article. 2.4

The Club embraces the values of "equality and inclusiveness" in all its actions. To optimize the readability of these Rules, the Club refers to he/him throughout the document. This should be read as he/she and him/her.

Article. 2.5

Wherever in these Rules the word 'Main Committee' shall occur, it shall mean the Main Committee of The Hollandse Club.

Article. 2.6

Wherever in these Rules the word 'Member(s)' shall occur, it shall have the same meaning as a duly approved member of The Hollandse Club as defined under these Rules.

Article 2.7

Wherever in these Rules the word 'Direct Family' shall occur, it shall mean a child, spouse, partner, or parent of the Member, who are Residents, living in the same household. All other categories of persons are excluded such as tenants, siblings, friends. All Direct Family Members must be registered for Membership. The Main Committee has the right to determine who complies with this definition.

Article 2.8

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A Corporate Member shall comprise of the categories detailed in Article 7.4.

Article 2.9

Wherever in these Rules the word 'General Meeting' shall occur, it shall mean either an Annual General Meeting or an Extraordinary General Meeting of the Members.

Article 2.10

Wherever in these Rules the words "Voting Member" shall occur, it shall mean a Member that is entitled to attend and vote in respect of the matter being voted on at a General Meeting as set out in Article 18.1.

Article 3 - Disputes

Article 3.1

Every Member of the Club shall be bound by these Rules and the Bye-Laws of the Club and shall be deemed to have taken full notice thereof whether or not he has obtained or read a copy thereof.

Article 3.2

Where any dispute arises with reference to the meaning, interpretation or application of these Rules or Bye-Laws not specifically dealt with under these Rules and/or Bye-Laws and which affects the Club, individual Member and/or any other person(s), the said dispute shall be resolved by the Main Committee upon written application for such a decision. The decision of the Main Committee shall be final and binding unless it is reversed by a simple majority vote at a General Meeting of Members.

Article 4 - Mission, Objectives & Values of the Club

Article 4.1 Mission

The mission of the Club shall be defined as "We want families in Singapore to rediscover play".

Article 4.2 Objective

The objective of the Club shall be to promote recreational, social and sporting activities both among Members and together with Members of other clubs & associations.

Article 4.3 Club Values

The Club values are rooted in the "Dutch values" of openness and inclusivity and aim at promoting an authentic, unpretentious, unassuming, egalitarian and inquisitive way of life for its Members.

Article 5 Membership

Article 5.1

Membership of the Club is restricted to residents of Singapore who are 21 years of age or older, except as otherwise provided herein.

Article 5.2

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No Member shall be eligible to take on any position with the Club in exchange for financial remuneration. Such engagement shall be considered not compatible with any form of Membership provided for in these Rules.

Article 5.3

In the case of married couples, both husband and wife are considered to be individual Members entitled to the rights and privileges associated only with a particular category of membership. This also applies to the requirements under Article 10, "Compulsory Contributions" and under Article 18, "Voting Rights of Members". Married persons can only be considered for Membership together with the spouse.

Article 5.4

For each of the categories of Membership a person may join as a single member, or as part of a Direct Family.

Article 5.5

A person who is under the age of twenty-one (21) or twenty-five (25) if in full-time education shall be permitted to be included in a Direct Family's membership, provided that he or she complies with the terms as defined under Direct Family. Once a person has reached the age of twenty-one (21) or twenty-five (25), even if in full time education, he or she is no longer entitled to remain part of a Direct Family's membership and can instead become a single member in one of the applicable membership categories.

Article 6 Classification of Memberships

Article 6.1

Approved Members of the Club shall be classified as holding one of the following categories of membership with the Club and being entitled to the rights and privileges associated only with that particular category of membership:

- 1) Lifetime Membership
- 2) Associate Membership
- 3) Singapore Membership
- 4) Corporate Membership
- 5) Honorary Membership
- 6) Absent Membership
- 7) Social Membership
- 8) Transferable Membership

Article 7 Persons Eligible for Memberships

Article 7.1 (Lifetime Membership)

A Lifetime Membership (mentioned in Article 6.1) is available to:

A Resident of Singapore of twenty-one (21) years of age or older (who is not a Singapore citizen), provided the person or family has purchased in due form an Ordinary Membership and that this membership has been approved by the Main Committee or its delegate.

Article 7.1.1

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A Lifetime Member has full voting rights within the Club as described under these Rules.

Article 7.2 (Associate Membership)

An Associate Member (mentioned in Article 6.1) is defined as:

Associate Members have the same voting rights as Ordinary Members. The holder of an Associate Membership will continue to hold this title indefinitely on the condition that they abide by these Rules

(It should be noted that the Club no longer offers this category for any new members.)

Article 7.3 (Singapore Membership)

A Singapore Membership (mentioned in Article 6.1) is available to:

Singapore Citizens of twenty-one (21) years of age or older provided the person or family has purchased in due form a Singapore Membership and that this membership has been approved by the Main Committee or its delegate.

Article 7.3.1

A Singapore Member has only limited voting rights within the Club under these Rules.

Article 7.4 (Corporate Membership)

A Corporate Membership (mentioned in Article 6.1) is available to:

A Corporation, Partnership or any other legal entity registered or represented in Singapore or any Embassy, High Commission or Consular Office registered in Singapore.

Article 7.4.1

The approval of the nomination of Corporate Members shall be entirely at the discretion of the Main Committee who will be empowered to set such limits to the number of such Members as it deems fit.

Article 7.4.2

A Corporate Member shall be entitled to nominate individuals employed by their organisation. The nominee, his spouse and their children, under the age of twenty-one (21) years, (hereinafter referred to as a family) shall, upon their acceptance by the Main Committee, be entitled to enjoy all the privileges of Ordinary Membership if they are non-Singaporean Citizens or all the privileges of Singapore Membership otherwise.

Article 7.4.3

For each replacement of a nominee, the Corporate Member shall, upon acceptance by the Main Committee, pay a re-nomination fee which shall be determined from time to time by the Main Committee.

Article 7.4.4

A Corporate Membership is not in itself transferable.

Article 7.4.5

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Any fees paid for such Corporate Memberships are non-refundable.

Article 7.4.6

Corporate Members shall be liable for the payment of all subscriptions, transfer fees and monies due and owing on account of each of their nominees and their respective families.

Article 7.4.7

Nominees of Corporate Members shall not be eligible for Absent Membership.

Article 7.5 (Honorary Membership)

An Honorary Membership (mentioned in Article 6.1) shall be a significant person invited by the Club to become an Honorary Member.

Examples of such persons may include:

- a) Diplomatic Representatives in Singapore and his spouse or his Deputy, for the period during which he holds this office.
- b) A distinguished person for the period during which they are holding an office.
- c) A Member who has distinguished himself by rendering particularly valuable service to the Club.

Article 7.5.1

A holder of an Honorary Membership shall not have voting rights within the Club under these Rules.

Article 7.5.2

Honorary Membership, referred to in Article 7, paragraph 5 sub (a) (b) and (c) shall be granted by the Main Committee.

Article 7.5.3

An Honorary Membership can be terminated by the Club (by decision of the Main Committee) in its absolute discretion.

Article 7.6 (Absent Membership)

An Absent Membership (mentioned in Article 6.1) shall be:

A Lifetime Member, Associate Member, Singapore Member or a Member holding a Transferable Membership who has opted for Absent Membership when intending to leave Singapore for a period exceeding six (6) months.

For the avoidance of doubt, it shall not be compulsory for a Member intending to leave Singapore for a period of 6 months or more to become an Absent Member. In such circumstances, the Member has a choice to either terminate his membership in accordance with Article 24, to continue with his Membership (including paying all monthly fees etc...) or to join the Absent Members' List in accordance with this Article 7.6.

Article 7.6.1

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To qualify as an Absent Member, the Member, may notify the General Manager in writing upon commencement of his leave of absence to be considered by the Main Committee to be admitted to the Absent Members' List.

A Member will only be eligible for Absent Membership having paid all monthly contributions in full during that year and having no outstanding debt to the Club.

Article 7.6.2

A Member may only be admitted to and remain on the Absent Members' List provided he has paid in full all amounts due to the Club up until his date of departure and the annual fee payable in advance for remaining on the Absent Members' List. This fee shall be decided upon from time to time by the Main Committee (a pro-rated annual absence fee shall be charged in the year the Member becomes absent in line with his/her last day at the Club).

Article 7.6.3

An Absent Member who pays such fee (mentioned in Article 7.6.2) shall remain on the Absent Members' List. Should an Absent Member cease to pay the annual fee he shall lose the privileges of Absent Membership until he has again paid up all dues. If he is in arrears for 3 years or more, he shall be taken off the Absent Members' List and his membership terminated. It is the Absent Member's responsibility to ensure the Club is kept updated as to the best contact information of the Absent Member.

Article 7.6.4

An Absent Member must inform the General Manager of his return to Singapore. Upon that notice he shall be reinstated, without further formality and without paying an entrance fee, to his original membership status, provided the compulsory deposit and administration fees are paid up in full as required by that category of membership. Full contributions increased by compulsory surcharges, if any, shall be payable in respect of the month during which reinstatement becomes effective.

Article 7.6.5

An Absent Member may make use of the Club when visiting Singapore up to a total of thirty (30) days in any calendar year, and shall pay Member prices when so visiting. This visitation limit may be waived/raised by the Main Committee, on a case-by-case basis.

Article 7.6.6

An Absent Member may remain on the Absent Members' List for an indefinite period of time, but no Member may remain on the Absent Members' List whilst he is resident in Singapore.

Article 7.6.7

Absent Members that own Transferable Memberships are able to sell their Transferable Memberships (mentioned in Article 7.8.4) during their Absence provided their Membership Account is in good standing (e.g. not in arrears). Upon sale the Absent Member shall be taken off the Absent Members' List.

Article 7.6.8

An Absent Member may not vote at any meeting, save as permitted under Article 18.2. However, for the avoidance of doubt in the event that the Club is dissolved pursuant to Article 29 (or otherwise) the Absent Member will be entitled to partake in distribution of

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the assets of the Club commensurate with the rights attaining to the level of Membership that the Absent Member held immediately before becoming an Absent Member.

Article 7.6.9

An Absent Member may transfer their Membership to Direct Family that is a child of that Member, provided all dues are up to date, subject to Main Committee approval, and payment of a transfer fee as applicable.

Article 7.7 (Social Membership)

A Social Membership (mentioned in Article 6.1) is available to:

Residents of Singapore of twenty-one (21) years of age or older provided the person or family has entered in due form a Social Membership and that this membership has been approved by the Main Committee or its delegate.

Article 7.7.1

A Social Member has no voting rights within the Club under these rules.

Article 7.7.2

Social Members shall be solely restricted to privileges and use of facilities in the Club as specified in these Rules and Bye-Laws.

Article 7.7.3

The Main Committee may at their sole discretion, suspend or refuse to renew the Membership of any Social Member.

Article 7.7.4

Social Memberships are subject to monthly fees as determined by the Main Committee.

Article 7.7.5

The Main Committee reserves the right to limit the number of Social Memberships.

Article 7.8 (Transferable Membership)

A Transferable Membership (mentioned in Article 6.1) is available to:

Residents of Singapore of twenty-one (21) years of age or older provided the person or family has purchased in due form a Transferable Membership and that this membership has been approved by the Main Committee or its delegate.

Article 7.8.1

A holder of a Transferable Membership, shall be entitled to enjoy all the privileges of Ordinary Membership if they are non-Singaporean Citizens or all the privileges of Singapore Membership otherwise.

Article 7.8.2

The admission of a Transferable Membership shall be entirely at the discretion of the Main Committee who will be empowered to set such limits to the number of such Members as it deems fit.

Article 7.8.4

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A holder of a Transferable Member shall have the right to transfer their Membership to any other person, subject to approval of the Main Committee and subject to the payment of such transfer and administration fees (to be determined from time to time by the Main Committee) and initiation deposit payable at the time of the transfer.

Article 7.8.5

A Transferable Membership can be transferred to Direct Family on the death of a Transferable Member, subject to Main Committee approval.

Article 7.9 (Membership Restrictions)

Article 7.9.1

A person eligible for more than one form of Membership shall indicate at the time of submitting his application the type of Membership he elects for.

Article 7.9.2

It is possible to transfer from one category of Membership to another subject to the approval of the Main Committee and subject payment of any additional fees as so required by the new membership category.

Article 7.9.3

The Main Committee reserves the right to limit the number of overall members from a specific nationality in order to continue to deliver the operational strategy of the club. As a guiding principle, the Main Committee shall consider any nationality exceeding 30% of the overall membership a concentration amongst members.

Article 8 Procedure for Election of Members (Other than Honorary Members)

Article 8.1

The Main Committee, as defined in Article 12 of these Rules, shall decide upon each application for Membership. The Main Committee can delegate this responsibility either to a subcommittee or specific senior staff members.

Article 8.2

Depositing of the contributions due from a person elected to Membership by the Main Committee shall be considered acceptance of Membership of the Club and submission to these Rules and Bye-Laws.

Article 8.3

Members shall be informed of the admission of any new Member(s) via the Club's common means of communication.

Article 8.4

The admission of a Temporary Member shall be decided upon at the first meeting of the Main Committee following the date on which the proposal form has been submitted.

Article 9 Trial Members

Article 9.1

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Upon receipt of the application for Trial Membership, the Trial Member shall be sent a copy of these Rules and Bye-Laws.

Article 9.2

A Trial Member shall be permitted to make use of the Club's facilities and shall have the same privileges and obligations as a Member in the category for which he has applied, but he shall have no voting rights and shall not be permitted to introduce guests in the Club.

Article 9.3

A Trial Member may not apply for another trial of the Club within one (1) year of completion of the previous trial.

Article 10 Compulsory Contributions

Article 10.1

Any entrance fee, administration fee and compulsory deposit for each respective Membership category shall be determined by the Main Committee from time to time.

Article 10.2

The monthly subscriptions payable by Lifetime, Associate, Singapore, Corporate Members and holders of Transferable Memberships, shall be decided by the General Meeting, solely at the recommendations of the Main Committee. Monthly subscriptions payable by all other categories of Members shall be determined from time to time by the Main Committee.

Article 10.3

All changes of monthly subscriptions will also affect existing Members of the relevant category or categories.

Article 10.4

Changes determined by the General Meeting of Members as provided in this Article 10, will be notified to Members in writing and will become effective on the first day of the second calendar month after the month during which the change has been determined, unless the General Meeting decides on a different effective date.

Article 10.5

The date of payment of entrance fee(s), administration fees and compulsory deposit(s) is considered the date of formal admittance to membership of the Club.

Article 10.6

Both entrance fees and monthly subscriptions shall be payable in advance.

Article 10.7

Existing Members may request to be upgraded to another category of Membership with a higher entrance fee. When upgraded, the Member will pay the difference between the entrance fees paid for the existing Membership and the prevailing entrance fees for the new upgraded Membership. Permission for any membership upgrading is at the discretion of the Main Committee.

Article 10.8

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Honorary Members shall be exempted from an entrance fee and a monthly subscription, unless they wish to join as a paying Member.

Article 10.9

In special cases, upon request supported by at least five (5) Main Committee Members, relief or postponement of financial obligations referred to in Article 10 may be granted on compassionate grounds.

Article 10.10

The compulsory deposit is only refundable upon resignation of membership from the Club and after deduction of any outstanding debts to the Club.

Article 10.11

Under no circumstances shall entrance fees be refunded in part or wholly in case of transfer of Membership to another category or upon resignation.

Article 11 The Committees of the Club

Article 11.1

The Main Committee of the Club shall consist of the following officers:

- 1) President
- 2) Vice President
- 3) Secretary
- 4) Treasurer
- 5) Member for Membership
- 6) Member for Marketing & Commercial Affairs
- 7) Member for Sports
- 8) Member for Estates
- 9) Ordinary Main Committee Member

Article 11.2

The Main Committee may decide to include more Main Committee Members by 2/3 majority as Ordinary Main Committee Members as it sees fit subject to a maximum of 12 MC members.

Article 11.3

Main Committee Members shall be elected for the period of two (2) years at the General Meeting of Members, from the Members entitled to vote with the provisions as mentioned in Article 18. A vote shall be taken if there is more than one (1) candidate for an office, in which event the absolute majority of valid votes cast shall be required to ensure election. Blank votes are counted for the quorum for voting purposes, but not be considered either affirmative nor negative.

Article 11.4

Voting must take place in accordance with the provisions of Article 18 of these Rules.

Article 11.5

Candidates for office shall be proposed by the Main Committee or by at least six (6) Members entitled to vote.

Article 11.6

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Names of Candidates proposed by six (6) Members with voting rights must be submitted in writing to the Main Committee, fourteen (14) days prior to the General Meeting of Members. The proposal must also be countersigned by the Candidate.

Article 11.7

The composition of the Main Committee may consist of Lifetime Members, Associate Members, Singapore Members, Transferable Members and Corporate Members' nominees with voting rights.

Article 11.8

At all times one of the following officers shall be of Dutch nationality to maintain and ensure consistency of the Club's "Dutch Values".

- a) President
- b) Vice-President

Article 11.9

All other members of the Main Committee may be of any nationality. However, no single nationality shall have more than fifty percent (50%) of the Main Committee positions.

Article 11.10

A Main Committee vacancy shall exist following resignation of a Main Committee Member prior to the completion of the respective Main Committee Member's term of office.

Article 11.11

Any Main Committee Member who has been unable to attend a Main Committee meeting for three (3) consecutive months shall be considered as having vacated and resigned from his position on the Main Committee.

Article 11.12

The Main Committee shall have power to fill any Main Committee vacancy between any General Meeting of Members. Any newly appointed Main Committee Member may hold office until the next General Meeting of Members where they may stand for formal election by the Members.

Article 11.13

Any change in the composition of the Main Committee shall be notified to Members within one (1) month of such change occurring.

Article 11.14

If certain differences of opinion cause the resignation of more than one third (1/3) of the total Main Committee Members, the entire Main Committee shall resign, but only after it has called within one (1) month an Extraordinary General Meeting of Members to elect a new Main Committee.

Article 11.15

The Club currently has the following Sub-Committees:

- a) Finance Committee
- b) Marketing & Commercial Affairs Committee
- c) Membership Committee
- d) Estates Committee
- e) Sports Committee

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f) House Committee

Article 11.16

From time to time the Main Committee may elect to form more or disband any of the Club's Sub-Committees.

Article 11.17

The composition and chairmanship of the Sub-Committee shall be at the discretion of the Main Committee.

Article 11.18

The Main Committee and designated Sub-Committee chairperson shall have power to fill any sub-committee position that may become vacant.

Article 12 Duties of the Main Committee

Article 12.1

The ultimate responsibility for the continuity, activities and financial results of the Club shall be vested with the Main Committee, which shall also endeavour to meet the Mission and Objectives of the Club assisted by the appointed management team and staff of the Club.

Article 12.2

The Main Committee shall uphold the Rules of the Club, make Bye-Laws, propose fees and rates, and shall be responsible for the maintenance thereof.

Article 12.3

The Main Committee shall be empowered to close temporarily to Members the property of the Club, entirely or partially, or to make admittance dependent upon such conditions as it may deem necessary.

Article 12.4

The Main Committee shall be empowered to make temporarily available to individual Members or private parties, part of the buildings or territory of the Club, on conditions to be determined by the Main Committee.

Article 12.5

Before contracting any loans and before committing itself to any expenditure exceeding an amount of S\$75,000/-, the Main Committee shall require the approval by simple majority vote of a General Meeting of Members, notwithstanding the provisions laid down in Article 18 and Article 19.

Article 12.6

Any expenditure arising other than in the routine management of the Club's affairs will require the approval of the Main Committee. All cheques issued for payment by the Club shall bear two signatures, being the General Manager in addition to the President, the Vice President, the Treasurer or the Secretary. The Club shall keep a minimum amount of cash or any other monies on the premises necessary for normal daily operations.

Article 12.7

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Before alienating or encumbering any immovable property owned by the Club, the Main Committee shall require the authorisation of a General Meeting of Members, at which at least 20% (twenty percent) of the number of Members with voting rights shall be present, and for the validity of any decision a majority in favour of 75% (seventy five percent) of the number of votes cast shall be required.

Article 12.8

No changes in the Bye-Laws or Club Rules shall become effective until the tenth (10th) day after Members have been notified of the contents thereof. Any changes shall be valid but must be affirmed at the next General Meeting of Members.

Article 12.9

Any disciplinary actions as against Members will be dealt with by the Main Committee by forming a Disciplinary Committee (to be headed, and presided over, by either the President, Vice-President, or Club Secretary) supplemented by three (3) voting Members who shall be appointed by the Main Committee.

Article 12.10

Deliberations on the Disciplinary actions shall be strictly secret. The Disciplinary proceedings are described in the Bye-Laws.

Article 12.11

Notwithstanding Articles 12.9 and 12.10 above in relation to discipline, the Main Committee has the power to temporarily suspend, remove permanently or force the resignation of a member of the Main Committee, or any Sub-Committee Member, who has in the opinion of the Main Committee decided by a majority decision of the full membership of the Main Committee (not counting the person or person(s) at whom the disciplinary action is targeted):

- a. behaved in a manner unbecoming of a member of the Main or Sub-Committee;
- b. breached the confidentiality or other undertaking signed or given as a member of the Main or Sub-Committee;
- c. shown himself to be unfit to fulfil the role assigned to him or her by the President or Chairman;
- d. repeatedly and generally disruptive; or,
- e. for any other reasonable and justifiable basis.

Article 13 Duties of the Main Committee Members

Article 13.1

The Main Committee Members shall arrange their duties among themselves and shall assist each other in performance thereof, observing, wherever possible, the following general rules:

Article 13.2 (President)

The President shall convene and conduct the Meetings of Members and the Main Committee Meetings. The President shall ensure the timely notification to Members of any exceptional or abnormal events that may reasonably be expected to affect or to be of interest to them. The President shall ensure, together with the Secretary and Treasurer, that the Annual Report and the Audited Accounts of the Club are prepared and presented in time to the Members of the Club. The President shall take any initiative deemed necessary to discharge the long-term social responsibilities of the Club to its

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Members and employees, and shall provide advice, information and particular experience or expertise that may assist in improving the running of the Club's affairs. The President shall be responsible for assigning (or re-assigning as necessary) portfolios to the Main Committee members, but he may only re-assign the Vice-President, Secretary and Treasurer positions when they become vacant. Any changes to the Main Committee shall be notified to the Registrar of Societies within two weeks of the change.

Article 13.3 (Vice-President)

The Vice-President shall assume all the functions of the President in his absence. The Vice-President shall establish and direct the implementation of the Club's personnel policies jointly with the General Manager shall supervise all union and collective agreement negotiations, all staff welfare programmes, and shall conduct periodic performance evaluations of the Club's executive staff in consultation with the General Manager based on periodic performance appraisals. The Vice-President shall set performance objectives for the General Manager and periodically evaluate the achievement thereof together with the General Manager.

Article 13.4 (Secretary)

The Secretary shall be responsible for the administration of Members, for all legal matters, for all correspondence other than of a routine nature of the Main Committee, for the timely compilation and distribution of minutes of all General Meetings of Members and Main Committee Meetings, and for the maintenance and supervision of the Club's records. The Secretary shall review and recommend to the Main Committee the update of the Rules and Bye-Laws, as and when necessary, and shall obtain the approval of the Registrar of Societies for amendments made to the Club Rules. The Secretary is responsible for the timely compilation of the Club's Annual Report and shall be responsible to lodge the Audited Accounts with the Registrar of Societies.

The Secretary shall be assisted by the General Manager and any Sub-Committees as he deems necessary.

Article 13.5 (Treasurer)

The Treasurer heads the Finance Sub-Committee and ensures generally accepted accounting policies and practices are in place. The Treasurer is authorised to effect payments on behalf of the Club arising in the routine management of the Club. The Treasurer is responsible for the timely compilation and approval by the Main Committee of the Club's annual budget and audited accounts.

The Treasurer shall be assisted by the head of the Club's Finance and Accounting Department.

Article 13.6 (Main Committee Member for Membership)

The Main Committee Member for Membership heads the Membership Sub-Committee which promotes and coordinates all recreational and social activities, with the aim to address the needs and tastes of the Membership of the Club in line with the values, mission and objectives set out in Article 4.

Article 13.7 (Main Committee Member for Marketing & Commercial Affairs)

The Member for Marketing & Commercial Affairs is responsible for all revenue generating activities of the Club and for formulating the commercial strategy and directions of the Club.

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The Member for Marketing & Commercial Affairs shall be assisted by the Marketing & Commercial Affairs Sub-Committee and the head of the Club's Business Development Department.

Article 13.8 (Main Committee Member for Sports)

The Main Committee Member for Sports heads the Sports Sub-Committee which promotes and coordinates all sporting activities, both inside and outside the Club, with the aim to address the needs and tastes of the Membership of the Club in line with Article 4.

The task of the Sports Sub-Committees is focused on the planning, selection, creation and preparation of sports activities and events for Members of the Club. The actual execution of the activities and events is placed in the hands of the Club's staff, who will be supported by the individual sports conveners.

Article 13.9 (Main Committee Member for Estates)

The Member for Estates is responsible for all renovation, health and safety and property development projects and activities at the Club and shall be assisted by the staff Manager(s) responsible for this portfolio at the Club.

Article 13.10 (Ordinary Main Committee Member)

The Ordinary Main Committee Member has no specific responsibility however can be asked to take responsibility of a temporary project or topic and/or support another Main Committee Member in his responsibilities.

Article 13.11 (Convenor)

The Main Committee, for the purpose of promoting certain sports and games, may appoint "Convenors" who shall be charged with the conduct of the relevant branch of sports or games entrusted to them.

In the event of a vacancy arising in a convener post, the sports section in question may propose a new Convener to the Main Committee Member for Sports, who then approves or rejects, in consultation with the Main Committee.

Article 13.12

It is the responsibility of the Main Committee to provide an operating procedure for all (sub) committee financial management including their budget and the way they can enter into obligations on behalf of the Club.

Article 14 Meetings of the Main Committee

Article 14.1

The Main Committee shall endeavour to meet at least once a month. A Main Committee meeting will be held at which the presence of at least three (3) Main Committee Members shall be required, one of which shall be either the President or the Vice-President, before any decision may be taken. Each individual Member of the Main Committee shall be informed of the date and hour of each such meeting at least one (1) week in advance.

Article 14.2

Any Main Committee Member shall notify the President or, in their absence, the Vice-President, of absences exceeding one week.

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Article 14.3

If a Main Committee meeting has been postponed twice, because of insufficient attendance, and notice of such postponement has been sent to the Main Committee Members on each occasion, the third such meeting shall be authorised to take any decision provided at least three (3) Main Committee Members are present.

Article 14.4

Decisions shall be taken by a simple majority vote. In the event of an equality of votes the vote of the President, or, in their absence, the vote of the Vice President, shall be decisive.

Article 14.5

If in the reasonable opinion of the President or, in their absence, in the opinion of the Vice-President - urgent decisions needs to be taken, a Main Committee Meeting may instantly be called by the President, or in their absence, by the Vice-President. To such a meeting Article 14.1 and Article 14.4 will apply.

Article 14.6

All decisions taken in accordance with Article 14.5, will be reviewed in the next Main Committee Meeting and will be minuted in the same manner as any other Main Committee Meeting.

Article 14.7

All Main Committee meetings are to be minuted. Main Committee Minutes are to be approved by a majority vote at the next Main Committee meeting.

Article 15 General Meeting of Members

Article 15.1

The supreme authority of the Club is vested in a General Meeting of Members.

Article 15.2

A General Meeting shall be authorised to take any decision, provided that the place, date and hour of the General Meeting, as well as the Agenda, have been advised to Members at least two (2) weeks in advance and provided that at least 5% of the number of Members entitled to vote (on the matters to be voted on) are present at the General Meeting unless decisions on the amendment of these Rules are taken, in which case the presence of at least 8% of the number of Members entitled to vote (on the matters to be voted on) is required.

Article 15.3

If a General Meeting has been adjourned once because of insufficient attendance and Members have been notified of such adjournment, the Members present at the adjourned General Meeting shall be authorised to take any decision, irrespective of the number of Members with voting rights present, excluding the power to alter, amend or make additions to any of the existing Rules.

Article 15.4

Only Voting Members shall have the right to attend a General Meeting of Members and shall have the right to submit proposals for consideration and to participate in the

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deliberations. No resolution shall be proposed at any General Meeting unless the terms thereof have been previously notified to the Secretary in writing not less than ten (10) working days before the date of the meeting, provided always that at any General Meeting any Member may address the Meeting on any matter concerning the Club. Any such notice received by the Secretary shall be included in the notice convening the General Meeting.

Article 15.5

Only Voting Members of the Club, authorised Club staff and those requested by the Main Committee may attend the General Meeting of Members.

Article 16 Annual General Meeting (AGM)

Article 16.1

Annually, during the month of March, an ordinary Annual General Meeting of Members shall be held (Annual General Meeting or “AGM”).

Article 16.2

At this meeting, the Main Committee shall submit a written report (“Annual Report”) concerning the general and financial position of the Club and shall give a review of the Club’s previous year key activities and performance.

Article 16.3

A copy of the Annual Report, as well as of the balance sheet are to be presented and the Statement of Income and Expenditure for the previous financial year, running from 1st January to 31st December inclusive, shall be displayed in the Club Reception for inspection, not later than one (1) week before the date of the Meeting and also sent to the Members so that they receive it 1 week before the date of the Meeting.

Article 16.4

The Treasurer may not be relieved from the responsibility resting upon him with regard to the financial administration, before the Balance Sheet and Statement of Income and Expenditure have been verified and signed by a Public Accountant as being a correct record.

Article 16.5

The Public Accountant is to be appointed by the General Meeting of Members every 4 years by a simple majority vote.

Article 17 Extraordinary General Meeting (EGM)

Article 17.1

An Extraordinary General Meeting of Member (“EGM”) shall be held whenever, in the judgement of the Main Committee, reasons exist therefore, or whenever a written request to that effect is made to the Main Committee by at least twenty percent (20%) of the Members with voting rights, stating the items to be dealt with.

Article 17.2

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The request made by Members with voting rights to hold an EGM shall be complied with as soon as possible and in any event within one (1) month from the date of receipt of such request.

Article 17.3

If such request made by at least twenty percent (20%) of Members with voting rights is not complied with by the Main Committee within one (1) month from the date of receipt of such request, these Members shall have the right to convene independently an EGM in the Club, observing the requirements of the Rules on this subject.

Article 17.4

The EGM shall be conducted by the President or the Vice-President, but in the absence of both, the EGM shall be conducted by the Main Committee Members present, in the order stated in Article 11.1.

Article 17.5

If no Main Committee Member is present the EGM shall be presided over by a Member entitled to vote, who shall be elected at the EGM by absolute majority by the Members with voting rights.

Article 18 Voting Rights of Members

Article 18.1

Only the following Members shall have voting rights:

- I. Lifetime Members;
- II. Associate Members;
- III. Singapore Members;
- IV. Transferable Members;
- V. Corporate Members
- VI. *Absent Members

Article 18.2

All Members with voting rights may exercise their right to vote provided they are in good standing, present at the meeting and have signed the attendance list. In the case of Family Membership both Partners (Principal and Spouse/Partner) are considered to be individual Members entitled to the rights and privileges associated with that category of Membership.

The Main Committee has the absolute and unappealable right to determine who qualifies as Spouse/ Partner. *Absent Members are only entitled to vote on any proposed change to these Rules & Regulations which, if implemented, would affect their rights to distribution on dissolution.

Article 18.3

When a Voting Member is unable to attend a General Meeting in person, such Voting Member is entitled to vote by a duly signed and completed proxy.

Article 18.4

A Voting Member's proxy will be included in the calculation in the quorum of attendance.

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Article 18.5

All letters of proxy must be submitted to the Secretary not less than two (2) working days before a General Meeting. These proxies will then be submitted to the President or Vice-President at the meeting for verification.

Article 18.6

A Member may not hold more than one (1) proxy.

Article 18.7

Any proxy received shall be valid only for that particular meeting in question and any adjournment thereof.

Article 18.8

Notwithstanding the provisions above, Singapore Members may not vote in respect of:

- I. Dissolution of the Club (Article 29);
- II. Alteration to the Rules of the Club (Article 30); and
- III. Any decision on the sale, lease, mortgage and otherwise dealings in respect of the Club's properties or the land at 22 Camden Park, Singapore 299814.

Article 18.9

Any decisions taken and elections held at such meetings shall take place by simple majority of the number of valid votes cast, subject to the exceptions in accordance with other provisions of these Rules.

Article 18.10

In other cases, voting may take place by a show of hands unless the President decides to proceed to voting by roll-call, ballot or in writing.

Article 18.11

If in the event of voting on the election of persons, for whom in accordance with the provisions of these Rules an absolute majority of the number of valid votes cast is required, and no absolute majority is obtained, a second vote shall be taken.

Article 18.12

In the event that during this second vote an absolute majority cannot be obtained either, a third vote shall be taken between those persons who during the second vote obtained the largest and second largest number of valid votes, and the person who then polls the largest number of valid votes shall be elected. In the event of an equality of votes a drawing of lots shall decide.

Article 18.14

In the event of an equality of votes on any proposal not relating to persons, such proposal shall be deemed to have lost.

Article 18.15

Three (3) persons, being Members or authorised Club staff shall act as scrutinisers, to be appointed by the President or his Deputy.

Article 18.16

These three (3) scrutinisers shall decide on the validity of any vote cast.

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Article 18.17

Blank votes are counted for the quorum for voting purposes, but not be considered either affirmative nor negative.

Article 18.18

In the case that there is any dispute about whether any voting that has taken place is in accordance with these Rules, the President or his Deputy shall decide on the validity of any such issue.

Article 18.19 (Electronic Voting)

In addition to voting in person or by proxy at a General Meeting, the Main Committee may also where appropriate and secure, institute electronic voting whereby Members with voting rights may submit their votes by electronic means without attending a General Meeting. Such votes shall be submitted at the latest the same time that a proxy could have been submitted in accordance with these rules and shall count towards making a quorum in the same way. Electronic voting must be done in a secure way and ensure that only Members with voting rights vote. No one can give a proxy to another to submit an electronic vote.

Article 19 Use of the Club

Article 19.1

Members shall enjoy equal rights, insofar as these Rules shall not expressly state anything to the contrary.

Article 19.2

Any Member, shall have the right to introduce guests on the condition that the name and residence of each guest is entered in the book intended for that purpose, stating the period for which the introduction is made.

Article 19.3

The Main Committee may at its sole discretion decide on a day use fee for guests, based on the membership category of the inviting member.

Article 19.4

Persons who are residents of Singapore, may be introduced only once during each calendar month for one (1) day only.

Article 19.5

Persons not residing in Singapore, can be introduced for up to 14 days per calendar year to use the HC's facilities. The days do not have to be consecutive.

Article 19.6

The Main Committee may in special and exceptional circumstances depart from the provisions contained in the previous paragraphs of this Article.

Article 19.7

Subject to approval at a General Meeting of Members, the buildings and territory of the Club shall be open to each Member daily during the hours to be fixed by the Main

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Committee and displayed by the Club's common means of communication, with the exception of those instances mentioned in the Bye-Laws.

Article 19.8

The Main Committee shall be authorised to prescribe in the Bye-Laws, provisions restricting admittance to the buildings and territory of the Club.

Article 19.9

The Main Committee shall be authorised to invite special persons or groups of persons to visit the buildings and territory of the Club and to charge to the Club any expenses resulting there from.

Article 19.10

Members of other Clubs and associations or selected staff from companies or firms, to be indicated by the Main Committee, may make use of the buildings and territory of the Club, both the terms and use being at the discretion of the Main Committee.

Article 19.11

Domestic Helpers of Members are allowed to access the Club in order to (i) care for and attend to the Member's Dependants or (ii) attend activities run for domestic helpers, but such access is subject to rules as the Main Committee may determine from time to time and as stated in the Bye-Laws.

Article 20 Responsibility for Children and Guests

Article 20.1

Those residing in the household of a Member of any category, as well as guests of Members, who visit or enter upon the premises of the Club shall be bound by the provisions of the Rules and the Bye-Laws of the Club.

Article 20.2

A Member of any category who brings his children along to the Club or who introduces guests, if these Rules allow such introduction, is responsible for their acts or omissions.

Article 20.3

Each Member shall be responsible for the payment to the Club of all debts of any Member or his family, of any candidate Member proposed by him and of any guest introduced by him.

Article 21 Payments of Debts

Article 21.1

All Outstanding Debts to the Club shall be claimable at all times and may include interest, to be determined by the Main Committee, at any lawful rate.

Article 21.2

A Member shall effect payment of his Outstanding Debts within two (2) weeks after an Account has been presented to him. Thereafter, the Treasurer of the Club or his delegate may demand the same of the Member, in writing.

Article 21.3

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If such written Demand for Payment has not been complied with within two (2) weeks, the Treasurer or his delegate shall demand payment from the Member concerned by registered letter, referring to this Article, and requesting him to acquaint the Main Committee, in writing, of his objections to payment of his Outstanding Debts, if any.

Article 21.4

If neither payment nor written objections have been received within fourteen (14) days after the registered demand letter has been sent, the name of the defaulting Member shall be advised to the Main Committee immediately, stating the Ultimate Date of Payment to be fixed by the Main Committee or their delegate. The defaulting Member will be informed of this decision at the same time. The above shall not apply if the Main Committee finds cause to permit postponement of payment.

Article 21.5

The Member with regard to whom the Main Committee has had to apply the provisions of the foregoing paragraph, shall be denied admittance to the building and territory of the Club, for the time during which this measure remains in force.

Article 21.6

Any such Member, who has failed to pay his Account by the Ultimate Date of Payment, shall cease to be a Member of the Club.

Article 21.7

The Treasurer or his delegate, may take all appropriate action(s) to recover the Outstanding Debts.

Article 22 Misconduct

Article 22.1

By unanimous decision the Main Committee shall be authorised to terminate the Membership of a Member, whose conduct, in the judgement of the Main Committee, damages the good name or interests of the Club and has seriously infringed the Rules. Such termination shall be notified in writing to the Member(s) concerned.

Article 22.2

The Main Committee shall not proceed to a termination of Membership before the Member concerned has been afforded an opportunity to be heard by the Main Committee on the objections raised against him within one (1) month from date of written notification, hereinafter referred to as the Hearing. At such Hearing, the Member concerned shall be informed of the charges made against him and shall be heard and allowed to defend himself before the Main Committee. However, if such Member refuses to attend the Meeting in answer to the notice calling upon him to do so, the Committee may proceed in his absence.

Article 22.3

Pending the hearing of the termination of Membership, the Main Committee shall have authority to deny the Member concerned admission to the buildings and territory of the Club until such time as a decision has been taken concerning his case.

Article 22.4

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Denial of admission shall be confirmed in writing to the Member's proposer or introducing Member or to the parents, in case of children of Members. The person concerned shall be afforded an opportunity to be heard by the Main Committee on the grounds of denial of admission within one (1) month from the date of written confirmation.

Article 22.5

The decision to deny a person admission to the Club can be revoked by the Main Committee in writing only.

Article 22.6

Denial of admission shall not mean termination, or temporary termination, of Membership, nor alleviate the Member of any debts owing to the Club.

Article 23 Declaration of Termination of Membership

Article 23.1

A person whose Membership of the Club has been terminated, shall forfeit on the grounds of such termination any right to any of the property of the Club and can be elected to Membership again only by a Meeting of the Main Committee and only then when such Meeting votes unanimously in favour.

Article 23.2

A person whose Membership has been terminated, shall be denied access to the Club.

Article 23.3

Termination of Membership shall not constitute termination of debts owing to the Club which shall become immediately payable.

Article 23.4

If the Membership is not terminated as at the end of a calendar month, full contribution, increased by compulsory surcharges as determined by the Main Committee, if any, shall be payable in respect of the month during which termination becomes effective.

Article 24 Resignation of Membership

Article 24.1

A Member, who wishes to resign from Membership of the Club, shall give at least one (1) calendar month's written notice thereof to the Secretary.

Article 24.2

If a Member does not resign as at last day of a calendar month, full contribution increased by compulsory surcharges, if any, shall be payable in respect of the month during which the resignation becomes effective.

Article 24.3

A Member who resigns from the Club shall be obliged to pay to the Club his fees or other Outstanding Debt(s) due and unpaid within one (1) week from written notice of resignation.

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Article 25 Compensation for Damages

Article 25.1

Damage to any property of the Club or to any property temporarily in the possession of or under the care of the Club, done or caused by a Member or by a person for whose debts any Member is responsible in accordance with the provision of Article 20.3 of these Rules, shall be made good by the Member.

Article 25.2

The Main Committee shall determine the reasonable amount of the compensation to which the Member is liable. The Main Committee's decision shall be final.

Article 26 Suggestions

Article 26.1

Suggestions concerning any matter of a domestic nature or relating to any interest of the Club shall be brought to the attention of the President or General Manager in writing. There shall be an opportunity to submit suggestions in the building of the Club, or through suggestions@hollandseclub.org.sg.

Article 26.2

At the next Main Committee meeting the Main Committee shall acquaint itself with the suggestion submitted in accordance with Article 26.1.

Article 27 Fines

Article 27.1

In the event of infringement of any provision of the Rules the Main Committee shall be authorised to impose fines to be laid down by the Main Committee in the Bye-Laws.

Article 28 Trustees

Article 28.1

The immovable property of the Club shall be registered in the name of the Trustees, which shall, as such, carry out exclusively any decisions taken by the Main Committee at the time which shall have been empowered thereto by the General Meeting of Members.

Article 28.2

The Trustees shall be protected from any risks and expenses which might result from the Trusteeship.

Article 28.3

If the Club should acquire at any time the ownership of additional immovable property, such property shall be registered in the name of the Trustees at the time.

Article 28.4

In the event of the discontinuance of the Trusteeship, the General Meeting of Members shall appoint one or more new Trustees.

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Article 28.5

A trustee may terminate the Trusteeship at any time. If the Trustee is a corporate body, the Trusteeship shall also be discontinued in the event of dissolution; if the Trustee is a natural person, the Trusteeship shall be discontinued in the event of death, lunacy, departure from Singapore, or temporary absence for a period of more than one (1) year.

Article 28.6

If the Main Committee considers there are grounds which render the continuation of the Trusteeship by the Trustee concerned undesirable, the Main Committee shall be empowered, subject to the approval of the General Meeting of Members, to deprive him of the Trusteeship.

Article 28.7

Notice shall be given of each proposal to appoint a new Trustee by posting in the Club building an announcement of such proposal at least two (2) weeks before the Meeting at which such proposal shall be disclosed. The result of this Meeting shall be submitted to the Registrar of Societies. The addresses of immovable properties, names of trustees and any subsequent changes must be notified to the Registrar of Societies.

Article 29 Dissolution

Article 29.1

Subject to Article 18.8, any decision to dissolve the Club shall rest exclusively with a General Meeting of Members, at which at least two-thirds (2/3) of the number of Members for the time being resident in Singapore with voting rights entitled to vote shall be present, and any such decision shall have carried where a majority of 75% (seventy five percent) of the number of valid votes are cast in favour, subject nevertheless to the provisions of Article 17.2.

Article 29.2

The same General Meeting of Members, which shall pass a resolution to dissolve the Club, shall appoint a Main Committee of at least five (5) Members with voting rights, of which at least two (2) shall be Members of the current Main Committee, for the purpose of realising the maximum value of the property of the Club and in order to wind up its affairs. This Committee shall thereafter be referred to as the Dissolution Committee.

Article 29.3

The Dissolution Committee after the discharge of all liabilities shall divide such property among all the Ordinary, Associate, Singapore, holders of Transferable Memberships proportionately according to the ratio of the "Entrance Fee" applicable to each category at the date of the passing of the Resolution to dissolve the Club.

However, all funds and profits accruing to the Club from the conduct of lotteries shall be donated to approved charitable institutions in Singapore. Upon completion of such division, the Club shall be dissolved.

Article 29.4

Certificate of dissolution shall be given to the Registrar of Societies within seven (7) days after the resolution to dissolve the Club has been passed.

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Article 30 Alteration of the Rules

Article 30.1

An alteration of these Rules shall only become effective following approval thereof by the Registrar of Societies.

Article 30.2

Subject to Article 18.8 (II), the authority to alter these Rules shall rest exclusively with a General Meeting of Members in which at least eight percent (8%) of the number of Members with voting rights shall be present. Any decision to alter these Rules shall require the support of a majority of two-thirds (2/3) of the number of valid votes cast.

Article 30.3

Notwithstanding anything else in these Rules, Rules 29.2 and 29.3 as to distribution on dissolution, and this Rule 30.3, may only be changed at an AGM or EGM, and only then if 2/3rds of all Members entitled to vote on dissolution of the Club are present, and 75% of them vote in favour of any change.

Article 31 Prohibitions

Article 31.1

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 Club's premises.

Article 31.2

The introduction of materials for gambling or drug taking and of bad characters into the premises is prohibited.

Article 31.3

The funds of the Club shall not be used to pay the fines of members who have been convicted in any court of law or otherwise.

Article 31.4

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.

Article 31.5

The Club shall not indulge in any political activity or allow its funds and/or premises to be used for political purposes.

Article 31.6

The Club shall not hold any lottery, whether confined to its members or not, in the name of the Club or its office-bearers, Main Committee, Sub-Committee or Members unless with the prior approval of the relevant authorities.

Article 31.7

The Club 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.