

CONSTITUTION OF SINGAPORE INSTITUTE OF LANDSCAPE ARCHITECTS

1. TITLE

The Organisation shall be called "SINGAPORE INSTITUTE OF LANDSCAPE ARCHITECTS".

1.2 The following acronym shall be used to represent the official name of the organisation:- "S I L A"

2. REGISTERED OFFICE

2.1 The registered place of business of the Institute shall be at "79 Neil Road, Singapore 088904"

2.2 The registered place of business shall not be changed, except by resolution of a general meeting and the approval of the Registrar of Societies.

3. OBJECTIVES

3.1 The objectives of the institute are to advance the art of landscape architecture and the theory and practice of landscape, environmental, and urban design; to promote research and education therein; and to create and maintain a high standard of professional qualification.

4. MEMBERSHIP

4.1 The membership shall comprise the following classes:-

- Fellow
- Member
- Graduate
- Affiliate
- Honorary Member
- Student
- Corporate Affiliate

4.2 The Council shall be the authority to regulate and administer all aspects of membership.

4.3 FELLOWS of the Institute shall be persons who have been a Member for an uninterrupted period for 8 years and who satisfy the Council that they have demonstrably advanced the standards of landscape architecture; demonstrated their devotion and service to the Institute and have brought honour to the Institute and profession.

- 4.4 MEMBERS of the Institute shall be persons who possess a recognised Degree in Landscape Architecture and who have been an GRADUATE of the Institute for a minimum of 3 consecutive years and/or who have satisfied the Council of their relevant, varied experience in the practice of Landscape Architecture in the manner as set out in the Institutes Constitution, OR who are fully qualified and practising members of an International Federation of Landscape Architects (IFLA) recognised Landscape Architectural Institute and have been professionally engaged in the practice of Landscape Architecture in Singapore for at least 1 year.
- 4.5 GRADUATES of the Institute shall be persons who possess a recognised Degree in Landscape Architecture and have less than 3 years of professional experience working as landscape architect in Singapore. Graduate members who are not working in SILA Recognised Practice are strongly encouraged seek out mentorship from a SILA Full Member with the objective of gaining sufficient experience in the wide range of disciplines required to apply for Full Member.
- 4.6 AFFILIATES of the Institute shall be persons working in related fields or professions, or those who have an interest in Landscape, Design and the Environment.
- 4.7 HONORARY MEMBERS of the Institute shall be persons elected by the Council from time to time in recognition of outstanding contributions in the field of Landscape Architecture.
- 4.8 STUDENT Members of the Institute shall be persons who are undergoing a course of study in Landscape Architecture or in a related field or profession at a recognised tertiary institution of learning.
- 4.9 CORPORATE AFFILIATES of the Institute shall include institutions, corporations, companies and firms whose businesses are related to the landscape, building and construction industry or the real estate industry and aligned with the Institute’s missions and objectives.
- 4.10 The following may and no other abbreviations shall be used by members to denote membership of the Institute namely:

By a FELLOW “FSILA”

By a MEMBER “MSILA”

By an GRADUATE “GSILA”

By an AFFILIATE NIL

By an HONORARY MEMBER NIL

By a STUDENT MEMBER NIL

By a CORPORATE AFFILIATE NIL

5. THE COUNCIL

- 5.1 The executive authority of the Institute shall be known as the COUNCIL. The Council shall be elected from the membership classes of FELLOW, MEMBER or GRADUATE. The ordinary council member may be elected from the membership class of AFFILIATE, but he shall not have voting rights on the Council.
- 5.2 The Council shall consist of the following offices with associated duties:
- The "PRESIDENT"
 - The "1ST VICE PRESIDENT" - Chair person of International Relations
 - The "2ND VICE PRESIDENT" - Chair person of Domestic Relations
 - The "HONORARY SECRETARY" – Administration and membership
 - The "HONORARY TREASURER" – Finance and Grants
 - The "IMMEDIATE PAST PRESIDENT" - Advisor
 - The "COUNCIL MEMBER #1" - Chair person of Communications and Publications
 - The "COUNCIL MEMBER #2" - Chair person of Awards and Competitions
 - The "COUNCIL MEMBER #3" - Chair person of Accreditation
 - The "COUNCIL MEMBER #4" - Chair person of Professional Practice
 - The "COUNCIL MEMBER #5" - Chair person of Business Development
 - The "ORDINARY COUNCIL MEMBER #6" – Chair person of Research and Education
 - The "ORDINARY COUNCIL MEMBER #7" – Chair person of Design Forums and Events
 - The "COUNCIL MEMBER #8" – Industry Engagement
 - The "COUNCIL MEMBER #9" – Industry Engagement
- 5.3 The term of office for all Council Members shall be for a period of two years. The term of office of President and Treasurer shall overlap on year of that of the 1st Vice President, 2nd Vice President and Honorary Secretary.
- 5.4 The eligibility for election into all offices shall be open to FELLOW, MEMBER and GRADUATE members who are Citizens or Permanent Residents of the Republic of Singapore, while members who are foreign citizens are eligible for election only to the offices of COUNCIL MEMBER.
- 5.5 Nomination of office bearers must be submitted to the Honorary Secretary at least two weeks before the election date or may be nominated at the AGM.
- 5.6 The office bearers shall be elected by secret ballot votes of FELLOW, MEMBER and GRADUATE members at alternate Annual General Meeting.

- 5.7 The President and other members of Council shall hold office for two years, except the Honorary Treasurer and they can stand for re-election to the same office for another two consecutive terms against any other candidates.
- 5.8 The Council shall meet at least once in 3 months. Notice of each Council Meeting together with the agenda shall be sent by the Honorary Secretary to all Council members at least one week before the date of every Council Meeting.
- 5.9 One half of the Council members shall constitute a quorum at every Council Meeting. All motions at Council Meetings shall be decided by a majority vote of all those Council members present and proxy vote, if any. In the event of a tie in voting, the Chairman shall have the casting vote. In the event that a council member is unable to attend the meeting, he is allowed to appoint a proxy. However, each Council member is entitled to carry only one proxy to the meeting.
- 5.10 The direction and management of the concerns of the Institute shall be vested in the Council, subject to the provisions of the Constitution and the Bye-laws, and all resolutions of General Meetings passed in accordance with the Bye-laws. The decision of the Council shall be final and binding on all members.
- 5.11 The Council may make, vary or rescind Rules and Regulations for any purposes, subject to the provisions of the Constitution and Bye-laws.
- 5.12 The President shall take the Chair at all meetings of the Institute and of the Council at which he is present and shall regulate the proceedings. He shall also represent the Institute in its dealings with outside persons.
- 5.13 In the absence of the President, one of the Vice-Presidents shall preside at General and Council Meetings. In the absence of the President and Vice-Presidents, the Meeting may elect any Council Member to take the Chair. At other times, the Vice-Presidents shall assist the President.
- 5.14 It shall be the duty of the Honorary Secretary to conduct the correspondence of the Institute, to attend and take the minutes of such Council or General Meetings as may be held and to superintend the publication of such papers as the Council may direct. He or she may appoint such persons as may be necessary to assist in the discharge of his duties and be responsible for the supervision of such persons. He shall also maintain an up-to-date register of members.
- 5.15 It shall be the duty of the Honorary Treasurer to direct the collection of the subscriptions and any other incomes, the preparation of the accounts, the expenditure of the funds as approved by the Council and to present all accounts to the Council for inspection and approval.

- 5.16 A Council Member who without leave of the Council is absent from three consecutive Council Meetings without any reasonable excuse shall be deemed to have vacated his office subject to the Council so resolving. Any changes in the Council shall be notified to the Registrar of Societies within two (2) weeks of the changes.
- 5.17 In the event of a vacancy in the office of President, one of the Vice-Presidents shall act as the President until such time as when a new President shall be appointed from among the Council Members for the remainder of the term. In the event of a vacancy arising in the office of Vice-President, Secretary and/or Treasurer, the Council may appoint a Council Member to fill such vacancy until the term expires. Such Council member must be either Singapore citizen or Permanent Resident of Singapore. In the event of a vacancy arising in the office of any one of the other Council Members, the Council may appoint a suitably qualified member to fill such vacancy until the term of office expires.

6. MEETING

- 6.1 The supreme authority of the Institute is vested in general meeting of the members.
- 6.2 The Institute may hold the following types of meeting:-
- 6.2.1 The Annual General Meeting of Members of the Institute.
 - 6.2.2 Emergency General Meetings of members only for the purpose of making, altering and rescinding the Constitution and Bye-laws or any other business for which such meetings may be convened.
 - 6.2.3 Professional Meetings.
 - 6.2.4 Council Meetings.
 - 6.2.5 Committee Meetings.
- 6.3 The Annual General Meeting shall be held during the 1st quarter. The following shall be the business of the Annual General Meeting:-
- 6.3.1 To receive and adopt the annual report of the Council.
 - 6.3.2 To receive and adopt the statement of accounts of the preceding year and budget for the following year.

- 6.3.3 To elect council members and to receive the report of the Scrutineers on the election of the Council Members.
- 6.3.4 To appoint the Honorary Auditors for the ensuing term.
- 6.3.5 To amend the Constitution and Bye-laws by moving resolutions agreed to by the Council or requested in writing by at least 10% of the total membership, such request having been submitted at least two weeks before the Annual General Meeting to the Honorary Secretary.
- 6.4 Not less than six weeks notice shall be given to members of the date, place and time of the Annual General Meeting. The circular letter informing members of the Annual General Meeting shall also request for motions and resolutions to be discussed at the Annual General Meeting, and nominations for vacancies in the Council. Notice of motions and resolutions to be discussed at the Annual General Meeting and election nominations shall be sent to all members at least one week before the date of the Annual General Meeting.
- 6.5 The quorum at an Annual General Meeting shall consist of at least 25% of the total voting membership. In the event of a quorum not being present within thirty minutes of the fixed time of commencement of the meeting, the number then present shall be considered a quorum but they shall have no power to amend any part of the existing Constitution.
- 6.6 The Council may at any time call an Emergency General Meeting of members for any purpose or at the request in writing of not less than 10% of the total membership.
- 6.7 Notice of an Emergency General Meeting shall be sent to all members at least three weeks before the time appointed by the Council for such meeting, the notice giving the date, time and place of such meeting and details of the matters for which the meeting has been called. The rules of quorum and adjournment for an Emergency General Meeting shall be same as those for the Annual General Meeting. The Emergency General Meeting shall not discuss any matters other than those for which it has been specifically convened.
- 6.8 At all General Meetings, motions and resolutions shall be decided according to the majority of votes being cast, the President presiding having the casting vote in the event of a tie in the voting, except that any proposal or resolution involving an amendment to the Constitution or Bye-laws shall not be carried except by a two-thirds majority vote cast.
- 6.9 Voting at General Meetings shall be by show of hands except for the following matters, which shall be by secret ballot:-
 - 6.9.1 Voting of Council Members at Annual General Meetings.

- 6.9.2 Amendments to the Constitution and Bye-laws.
 - 6.9.3 Dissolution of the Institute.
 - 6.9.4 Expenditure of more than \$25,000 on any single item.
 - 6.9.5 Any other matters which may be decided upon by the members.
- 6.10 Voting at General Meetings shall include any proxy received from a member. Notification of a proxy should be made in writing to the Honorary Secretary. Each Fellow, Full Member, or Graduate member who is above the age of 21 years is entitled to 1 voting right and allowed to carry one proxy to the Meeting.
- 6.11 The Council shall appoint committees and sub-committees to carry out various tasks and projects of the Institute, these having been agreed upon at General Meetings or Council Meetings. The Chairman, Secretary and Treasurer of each committee and sub-committee shall be nominated from among members of the Institute.
- 6.12 The Council shall arrange for Professional Meetings of the Institute for the discussion of topics concerning landscape architecture and its applications and the reading of papers and for other academic and professional matters from time to time.
- ## 7. FINANCE / AUDIT
- 7.1 The Council shall direct that true accounts be kept of all sums of money received and expended by the Institute and of matters in respect of which such receipts and expenditure take place and of all the properties, credits and liabilities of the Institute.
 - 7.2 All monies belonging to the Institute received by the Honorary Treasurer shall be deposited in the account of the Institute to be opened at a bank approved by the Council. Payments of all accounts that are certified as correct by the Council shall be made there from by cheque signed by the Honorary Treasurer and either the President or Vice-President.
 - 7.3 The funds of the Institute may only be expended in furtherance of the objects of the Institute and for the maintenance and running of the Institute. No expenditure exceeding \$25,000 for any one item shall be incurred without the previous approval obtained at a General Meeting.
 - 7.4 The Council may authorise the Honorary Treasurer to make payments on account of recurrent expenditures not exceeding \$1,000 per month. The Honorary Treasurer shall have the power to retain in his hands for current expenses for the Institute a sum of money not exceeding \$1,000.

- 7.5 The financial year of the Institute shall close on the thirty-first day of December in each year.
- 7.6 Two Honorary Auditors for the ensuing session shall be appointed by a resolution of the members at each Annual General Meeting. No member of the Council shall be eligible to act as Honorary Auditor. The Honorary Auditors shall not be eligible for re-election.
- 7.7 The Honorary Auditors shall have access at all reasonable times to the accounts of the Financial transactions of the Institute and they shall sign and verify the Annual Statement of Accounts before it is submitted by the Council to the Annual General Meeting. The accounts of the Institute shall be audited by a firm of Certified Public Accountants if the gross income or expenditure of the Institute exceeds \$500,000 in that financial year, in accordance with Section 4 of the Societies Regulations.

8. GENERAL

INTERPRETATION

- 8.1 Should there be any dispute regarding any question or matter arising out of any point which is not expressly provided in the Constitution or Bye-laws of the Institute, the dispute shall be referred to the Council whose decision on such matters shall be final and binding on all members.

AMENDMENTS TO RULES

- 8.2 No additions, deletions or alterations to the Constitution shall be made except at a general meeting, and they shall not be enforced without the prior written approval of the Registrar of Societies.

PROHIBITIONS

- 8.3 Gambling of any kind such as the playing of cards or mahjong, whether for stakes or not, is forbidden on the Institute's premises. The introduction of materials for gambling or drug taking and of bad characters into the premises is prohibited.
- 8.4 The funds of the Institute shall not be used to pay the fines of members who have been convicted in court.
- 8.5 The Institute 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.
- 8.6 The Institute shall not hold any lottery, whether confined to its members or not, in the name of the Institute or its office-bearers, Council or members.

- 8.7 The Institute shall not indulge in any political activity or allow its funds and/or premises to be used for political purposes.
- 8.8 The Institute shall not raise funds from the public for whatever purpose without the prior approval in writing of the Registrar of Societies and other relevant authorities.
- 8.9 The Institute shall not attempt to restrict or interfere with trade or make directly or indirectly any recommendation to, or 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 services to be supplied by them.

DISSOLUTION

- 8.10 The Institute shall not be dissolved except with the consent of not less than 60% of the total membership for the time being resident in Singapore expressed either in person or by proxy at a general meeting convened for the purpose.
- 8.11 In the event of dissolution of the Institute, all debts and liabilities legally incurred on behalf of the Institute shall be fully discharged and the remaining funds or assets shall be distributed to recognised charitable organisations as decided at a General Meeting.
- 8.12 Notice of dissolution shall be given within seven days of the dissolution to the Registrar of Societies.

LEGISLATION

- 8.13 Nothing in the Constitution and Bye-laws of the Institute shall be deemed to authorise the Institute or any member or officer of the Institute to do anything which may be contrary to the provisions of the Societies Act or of any law in force in the Republic of Singapore.

9. BYE-LAWS

REGISTER OF MEMBERSHIP

- 9.1 A Register shall be kept (hereinafter referred to as "the Register") containing the name of all members of the Institute.
- 9.2 A Registration Numbering System shall be in use with each member being assigned an individual number.

APPLICATION FOR MEMBERSHIP

- 9.3 Every proposal for admission shall be submitted to the Honorary Secretary in accordance with the form which shall from time to time be prescribed by the Council. All applicants will be reviewed by the Council who shall have absolute discretion in admitting or rejecting applicants.
- 9.4 When a candidate has been admitted, the Honorary Secretary shall give him notice thereof, but his name shall not be added to the Register of the Institute until he has fully paid his registration fee, and his first annual subscription (or part of), and unless he pays the fees due within one calendar month from the date of his admission, or within such further time as the Council may grant upon special cause being shown, the admission shall be void.
- 9.5 The Council shall in all cases have absolute discretion in deciding whether any person shall or shall not be admitted to any category of membership of the Institute.

CESSATION OF MEMBERSHIP

- 9.6 Any member of the Institute may retire from the Institute by giving notice of his resignation to the Honorary Secretary, provided he has paid up all the subscriptions due to the Institute up till time of notice.
- 9.7 Any member may be removed from the Institute by a resolution of the Council passed by a majority of at least 75% of the members present. Notice of the general nature of the grounds of which such resolution is proposed shall be sent to the Member whose removal is in question, and all Council members at least fourteen days before the meeting, and he shall be entitled to be heard by the Council. The Honorary Secretary shall immediately after the Council Meeting, notify the decision of the Council to the person concerned.
- 9.8 Any member whose subscription is one year in arrears is not eligible to vote or stand for election and he may by resolution of the Council be excluded from Membership of the Institute, twenty-one days after the Council has informed him of their intention to do so by letter.
- 9.9 The Council may re-admit any person whose membership has been terminated for any cause, provided he satisfies the Council that he is worthy of re-admission.

Registration & Annual Subscription

9.10 Individual Membership: Category Registration Fee/ Annual Subscription

- 9.10.1 SILA individual membership fee is based on the rate listed in the members handbook set by the executive council depending on the membership type. This rate will need to be approved during the Annual General Meeting. A non-refundable administration fee is payable for all new member' registrations. A reduced subscription is applicable to new members joining the institute after 30 June of the year.
- 9.10.2 Individual SILA Membership will cease if a member fails to pay the annual subscription for their grade of membership. In order to rejoin the Institute, the former member will be re-assessed as a candidate by the Council. If successful in their reapplication Fellows, Full Members and Graduates will be required to pay an admission fee, processing/administration fee and may be required to pay missed/lapsed subscription fees at the Councils discretion. Other Grades of membership are required to pay the normal joining fees applicable if they were a new candidate.
- 9.10.3 Persons, who are in the categories of Fellow or Member, and also active directors of a Landscape Architectural private practice or head of a public sector Landscape Architectural Department, may apply for their company or department to be a Recognised Practice registered with SILA. The nominated director must be an active full-time director of the company and resident in Singapore. SILA Recognised Practices membership fee is based on the rate listed in the members handbook set by the executive council depending on the membership category. This rate will be approved during the Annual General Meeting and followed the financial year of SILA. Annual Subscription includes SILA's official magazine subscription cost unless otherwise stated.
- 9.10.4 The annual subscription shall be due on the first day of January in each calendar year commencing on that day. Members admitted after the first day of July in any calendar year shall for that calendar year pay half of such annual subscription. Any member whose annual subscription remains unpaid after 1 year of due date shall not be entitled to any of the rights and privileges of membership till such time as he paid the fees and arrears due to the Institute.
- 9.11 The annual subscription shall be subject to review by the Council from time to time and may only be varied by a general meeting of the members. Any special subscriptions for particular purposes may only be raised from members with the consent of a General Meeting of the members.

CONDUCT OF MEMBERS

- 9.12 All members of the Institute are required to observe the codes of conduct so as to uphold the dignity, standing and reputation of the Institute. The Council may make, amend or rescind Rules to be observed by members with regard to their conduct in professional matters relevant to their position as members of the Institute.
- 9.13 If a member is convicted of any felony or criminal offence or act in a manner which renders him unfit to be a member, the Council shall have the right to remove his name from the Register thus expelling him from the Institute.

PROCEDURES FOR ELECTION

- 9.14 Nominations for vacancies in the Council shall be invited from eligible members not less than six weeks before the date of the Annual General Meeting. Any eligible member for nomination must be nominated by a member and seconded by another member, such nomination being sent in writing to the Honorary Secretary together with the written consent of the member so nominated. If insufficient nominations to fill all the vacancies are received, those nominated shall be declared elected and nominations for the remaining vacancies be made from the floor and voted on by secret ballot at the Annual General Meeting.
- 9.15 The voting paper for the election shall be distributed at the Annual General Meeting to all members.
- 9.16 The Council shall appoint three scrutineers who are members. Scrutineers shall open the voting slips and count the votes. They shall report the results of the election to the President who will announce them at the Annual General Meeting. The voting papers shall be retained by the Honorary Secretary and destroyed one month after the Annual General Meeting.

SUB-COMMITTEES

- 9.17 The Council may appoint committees consisting of members to deal with any special matters and may delegate to these committees appointed such terms of reference, period of existence, powers as they may prescribe and budget.
- 9.18 All committees shall submit regular progress and financial reports to the Council and any special reports that may arise to a General Meeting and maintain proper administration and financial records, such records being subject to scrutiny by the Council.
- 9.19 The committees shall only be authorised to expend or collect funds allocated to that committee by the Council.

9.20 The committees shall continue to execute their terms of reference and period of existence regardless of election of a new Council, unless disbanding of a committee is decided by a resolution of Council or at a General Meeting.

ANNUAL REPORT

9.21 The Council shall draw up a yearly report on the state and activities of the Institute for the session, which shall be presented at the Annual General Meeting. Such a report should include but not be restricted to respective reports of committees.

RECORDS

9.22 The Council shall adopt regulations governing procedures in connection with administrative and financial matters including, inter alia, the compilation of a record of membership, subscriptions and fees payable, and the preparation of periodical returns and annual audited statements.

INSPECTION OF DOCUMENTS

9.23 The membership records, and account books shall be opened to the inspection of any member and to accredited persons who have an interest in the funds of the Institute, provided that seven days' notice in writing of such inspection is given to the Honorary Secretary.

CHANGE OF ADDRESS

9.24 Every member shall from time to time supply his present address to the Honorary Secretary and such address as notified shall be deemed to be the registered address of the member.

10. PATRON

The patron or patrons shall be any person or persons who are Singapore citizens of distinguished character whom the Council shall elect.

10.1 The General Meeting shall have the sole discretion to determine nominations and criteria for election of a Patron.