
EXECUTIVE MASTERS OF BUSINESS ADMINISTRATION ALUMNI GROUP (SMU-EMBAAG)

CHARTER

The SMU-EMBAAG is established to build and maintain a strong and cohesive EMBA alumni identity and community across all cohorts of SMU EMBA graduates, to connect and foster interaction between students and alumni, and to strengthen the value and brand name of the SMU EMBA degree locally and globally. This will be achieved through close collaboration with the SMU Office of Alumni Relations (OAR), and through establishment of the SMU EMBAAG as a group under the umbrella of the Singapore Management University Alumni Association (SMUAA).

GROUP MEMBERSHIP

Graduates from the Executive Masters of Business Administration (EMBA) programme at SMU will automatically be members of SMU-EMBAAG. No membership fees are required.

ORGANIZATIONAL STRUCTURE

The SMU-EMBAAG will organize its affairs and activities for its membership under a three-tier structure. The first tier is that of its entire membership, organized into EMBA Alumni Chapters, which are comprised of two types – one “batch chapter” for every year of EMBA graduates, and one “overseas chapter” for every location outside of Singapore in which an overseas chapter is established.

Every SMU-EMBAAG member is automatically a member of their associated batch chapter in accordance with the graduation year of the EMBA cohort in which they completed the majority of their EMBA coursework, whether they reside in Singapore or not. Any SMU EMBAAG member that resides outside of Singapore may optionally choose to *also* become a member of an overseas chapter.

The second tier are the alumni chapter representatives that collectively form the SMU EMBA Alumni Committee. Each batch chapter is represented at the committee level by **two** representatives that reside in Singapore, as selected and designated by the SMU OAR, and jointly make up the Singapore-based SMU EMBA Alumni Council. Each overseas chapter is represented at the Council level by **one** representative that resides in the overseas location for which the overseas chapter was established, as selected and designated by the SMU OAR. It is left to the SMU OAR to determine the most appropriate way to identify and select the representatives for each chapter, and to find suitable replacements when needed, but it is preferable for the OAR to use an election process to allow each chapter to select their own representatives where feasible.

The third and final tier of the SMU-EMBAAG structure is the EMBAAG Executive Committee (EXCO), which is to be comprised of five executive office bearers and one non-executive Overseas Alumni Engagement and Liaison Member elected from among the EMBA Alumni Council. The five Singapore-based EXCO members will each carry one vote and will each hold one of the following offices: President, Vice President, Treasurer, Co-Secretary, Co-Secretary. The Overseas EXCO member carries no votes for EXCO decision-making, and holds the office of “Overseas Alumni Engagement and Liaison.” EXCO members are elected each year in the month of September for a term of one year, and all are eligible for re-election in subsequent years.

The SMU-EMBAAG EXCO is free to form additional sub-committees, task forces, etc. as it deems appropriate.

PROPOSED ACTIVITIES

The SMU- EMBAAG will endeavor to organize at least 2 activities per calendar year, which will best benefit members of the alumni group. Some of the activities may include:

- **Ranking Explanation** – To explain the ranking process and set expectations for what the following batches should expect.
- **Seminar/Talk by popular EMBA professors** – To learn something new from existing/past professors.
- **Industry attachment awareness** – to raise awareness of internship program, field exchange program, collaborative research, and other industry attachment program opportunities
- **Events and seminars** – Alumni members or guest speakers could be invited to be part of a panel or provide a talk to provide insights to anybody interested in their chosen field/topic.
- **EMBA Networking/Social events** – Networking event to bring together members across EMBA batches, but with a purpose, such as to raise awareness of the EMBA Alumni EXCO and how to engage.

EXCO ELECTION PROCESS

SMU-EMBAAG EXCO elections are to be organized by the out-going EXCO within the month of September each year on a date of their choosing. In the initial year of the EXCO's formation, the EMBA Alumni Committee will jointly organize the EXCO election.

General Guidelines:

- Every Council member must be given every reasonable opportunity to cast their vote, with provision made available to allow for absentee ballots when needed, and advanced notice of the elections given to the voters at least 2 weeks prior to the elections
- Voting is performed by anonymous ballot
- No nomineering or electioneering is permitted
- If anyone has reasons why they may not be able to serve in office themselves, they should be allowed to make their case known so that the voters can take that into consideration
- EMBA Alumni Council Membership (eligible voters) must be confirmed by the OAR within 1 month prior to the elections.

Elections for the five Singapore-based EXCO seats:

- Eligible voters are limited to the Singapore-based SMU EMBA Alumni Council Members, 2 for each batch
- All eligible voters are also eligible candidates
- Each voter is provided one ballot with the names of all the eligible candidates, and each voter must indicate exactly five names on the ballot for whom they are casting their vote. Any ballot that receives more or less than five votes is counted as an invalid ballot and must not be counted towards the vote tallies. A voter is free to vote for himself/herself if he/she so chooses.
- Once all the ballots are collected and tallied, the five Singapore-based EXCO seats are allocated as follows:
 - The individual among the pair of reps for each of the two most recent graduated batches is elected to the EXCO first (this fills 2 seats).
 - *In the first year (September 2015) only*, the individual among the pair of reps for each of the other two batches is elected to the EXCO next (this fills another 2 seats).
 - Then the remaining individuals with the highest number of votes would be awarded the remaining of the five seats.
- The elected Singapore-based EXCO member with the most votes becomes the convener and is given responsibility to call the first meeting of the newly elected EXCO and to organize the officer bearer elections as early as possible (preferably at the start of the first meeting), and to chair the EXCO meeting(s) until such time as the office bearers

are elected (see “Election of Office Bearers...” below) and the newly elected President can take over chairman duties.

- In the case of a tie, either of the tied members may choose to step down voluntarily to let the other take the role, or alternatively, a tie-breaker election should be called on the spot, with eligible candidates for the tied spot limited to the tied candidates in question. Absentee voters may not have an opportunity to vote in a tie-breaker vote.

Elections for the one Overseas Alumni Engagement and Liaison EXCO seat:

- Eligible voters are limited to the SMU EMBA Overseas Chapters Representatives, 1 for each chapter
- All eligible voters are also eligible candidates
- Each voter is provided one ballot with the names of all the eligible candidates, and each voter must indicate exactly one name on the ballot for whom they are casting their vote. Any ballot that receives more or less than one vote is counted as an invalid ballot and must not be counted towards the vote tallies. A voter is free to vote for himself/herself if he/she so chooses.
- Once all the ballots are collected and tallied, the one Overseas Alumni Engagement and Liaison EXCO seat is allocated to the candidate that receives the most votes
- In the case of a tie, either of the tied members may choose to step down voluntarily to let the other take the role, or alternatively, a tie-breaker election should be called on the spot, with eligible candidates for the tied spot limited to the tied candidates in question. Absentee voters may not have an opportunity to vote in a tie-breaker vote.

Election of Office Bearers for the Singapore-based EXCO seats:

- Every attempt should be made to enable all EXCO members to be present for the election of the office bearers, failing which, arrangements should be made to allow for remote participation in the vote.
- If at all possible, the Office Bearer Elections should take place during the first meeting of the newly elected EXCO.
- The eligible voters are the five Singapore-based EXCO members.
- The office bearers are elected by simple secret ballot by a majority vote (minimum 3 votes), in this order: President, Vice-President, Treasurer. The remaining two members become the two Co-Secretaries. Each officer bearer position is elected separately and the result announced before the election of the next office bearer position begins.
- Each Singapore-based EXCO member is entitled to hold one and only one Office. Once an EXCO member is awarded an Office, they are no longer eligible to be voted for when electing the remaining office bearer positions, but they must still participate as a voter.
- A minimum of 3 votes (simple majority) must be cast for an individual to win the vote for an office, otherwise a re-vote is taken and repeated until a majority is reached. If a simple majority cannot be reached for any candidate after 5 attempts, the members can choose to move on to elect the next office bearer position first and then come back to voting for the earlier role thereafter.
- For each office bearer election, each voter indicates by secret ballot the name of the one individual that they are voting for to take up the office bearer position
- Again, no electioneering or nomineering should be exercised. Instead, individuals should use their best judgment to elect whom they feel is best qualified to the office they are electing for.

EXCO RESIGNATIONS

In the event that an EXCO member resigns from the EXCO before the end of his/her term, the EXCO must arrange a by-election to back-fill the position, following the same guidance as above, with the exception that voters only vote for the one candidate (instead of five) that they feel is best suited to fill the vacant position and remaining existing members of the EXCO are excluded from the candidate pool (but not excluded from the pool of voters). The elected replacement EXCO member would take up the Office Bearer Position that was vacated by the out-going EXCO member, unless the EXCO members mutually agree to a swap of Office Bearer roles.

a. Premature Vacation:

- An Ex-Co member shall vacate his office if the person fails to attend 3 consecutive meetings of the Ex-Co without having first obtained from the Ex-Co permission to be or to remain absent therefrom, the granting of which shall not be unreasonably withheld;

b. Premature Succession:

- A person appointed to the office of chairperson, secretary or treasurer of the Ex-Co shall not resign his office until —
 - (a) a meeting of the council is first convened for the purpose of appointing another person to fill his vacancy; or
 - (b) a general meeting is first convened for the purpose of electing another person to fill his vacancy,

ROLES AND RESPONSIBILITIES

The Roles and Responsibilities of each Office, the Batch Chapter Reps, and the Overseas Chapter Reps are to be determined and added to the Charter in due course.

Circular Resolution

- Whilst routine decisions of the Ex-Co may be determined by simple majority circular resolution; matters of significant impact especially strategic, governance, legal or financial issues must be deliberated and decided at formally convened Ex-Co meeting with required quorum.

Duties of the office bearers the EXCO

The President & Vice President

The primary function of the President, and Vice President in his stead, is to preside over all meetings of the EXCO and the Alumni Group Representatives to ensure that the meeting is properly conducted. They may rule whether a particular motion is in order.

The Secretariat

The duties of the secretariat include the following.

- ◆ Preparing and distributing minutes of meetings.
- ◆ Giving notices for the EXCO and the Alumni Group Representatives.
- ◆ Maintaining database of the EXCO & Alumni Group Representatives.
- ◆ Facilitating the inspection of EXCO’s documents by an authorized person.
- ◆ Answering correspondences addressed to the EXCO.
- ◆ Convening meetings of the EXCO and the Alumni Group Representatives (apart from the first AGM)
- ◆ Carrying out all administrative and secretarial duties for the EXCO and the Alumni Group Representatives.

The two secretaries will mutually decide how to share the duties of the Secretariat, and will cover for each other in the other’s absence.

The Treasurer

The duties of the Treasurer include the following.

- ◆ Giving EXCO and the Alumni Group Representatives notice of any finance related matters, sponsorship, levies payable, funds acquired.
- ◆ Keeping receipts, carrying out banking errands and accounting for any money transactions.
- ◆ Preparing any financial certificates required by SMUAA.
- ◆ Keeping all accounting records and preparing financial statements

Restrictions to the EXCO

There are certain matters that cannot be decided by the EXCO. These include the following.

- ◆ Matters that must be decided by a general meeting (that is, those requiring ordinary resolution, special resolution, 90% resolution, unanimous resolution)
- ◆ Matters that have been decided by the Alumni Group Representatives to put a restriction on the EXCO.

Disclosure of Interests

If you are an EXCO member and you are, directly or indirectly, interested in entering a contract or proposed contract with the Alumni Group, you must immediately after the facts are known declare the nature of your interest at a meeting of the EXCO. You must not take part in any discussion or vote on any matter related to the contract. You may also be asked to withdraw from the meeting when the matter is being discussed, unless the EXCO requires you to be present to provide information.

Besides the need to disclose any conflict of interests with their duties, EXCO members must also act honestly and use reasonable diligence in the discharge of their duties.

MODIFICATIONS TO THE CHARTER

As this charter governs the EMBAAG, its chapters, and its EXCO, any changes to its contents must be passed by majority vote of the EXCO AND by two-thirds majority vote of the SMU EMBA Alumni Committee Members.

INITIAL EXCO MEMBERSHIP

Prior to the inaugural elections of the SMU-EMBAAG EXCO, the designated OAR representative, Adeline Bek, confirmed the EMBA Alumni Committee Members representing each established EMBA Chapter on 22 August, 2015 as follows:

2012 Batch Chapter: Allan Foo, Fridolin Blumer
2013 Batch Chapter: Sally Sim, Wong Ju Han
2014 Batch Chapter: Grace Lim Siew Wah,
2015 Batch Chapter: Gloria Lam Mathis, Robin Losey
Overseas Chapter Germany: Fridolin Blumer

The initial SMU-EMBAAG EXCO was elected by the above committee members by secret ballot in accordance with the above-mentioned EXCO Election Process on 24 – 31 August, 2015 with the following election results:

Results for Singapore-based EXCO Members:

2012 Batch Chapter rep: Allan Foo
2013 Batch Chapter rep: Wong Ju Han
2014 Batch Chapter rep: Grace Lim
2015 Batch Chapter rep: Robin Losey
Fifth EXCO Member: Sally Sim

Remaining Council Members:

Gloria Lam Mathis
Tan Choon Ngee
Fridolin Blumer

Results for EXCO Overseas Alumni Engagement and Liaison Member:

Fridolin Blumer

The office bearer elections were held online in real-time on 03 September, 2015, with the following results:

President: Allan Foo
Vice President: Robin Losey
Treasurer: Sally Sim
Co-Secretary: Ju Han

Co-Secretary: Grace Lim

Overseas Alumni Engagement and Liaison: Fridolin Blumer

The above six EXCO members will serve a term of approximately 1 year, until the next year's EXCO elections are held in September 2016.

Note: *Fridolin Blumer relocated from Singapore to Germany around the time of the EXCO election, and so that is why he is listed both as a 2012 Batch Chapter Rep and the Overseas EXCO Member. Subsequently, Fridolin's replacement as Singapore-based 2012 Batch Chapter Rep will need to be identified.*