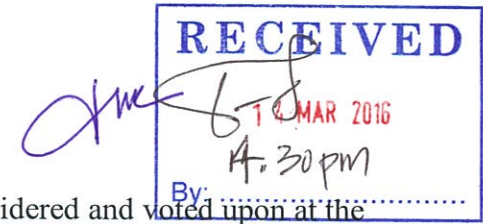


PROPOSED RESOLUTION NO. 2



In accordance with Rule 37 a (v) and Rule 40 a and b, the Committee submits the following resolution to be considered and voted upon at the AGM to be held on 29th March 2016.

Change of Constitution, Rule 31 – Powers of the Committee

Existing Constitution Rule	Proposed Changes	Reasons for Change
Rule 31 – Powers of the Committee 1. The Committee is empowered: a. To control all facilities of the Club and to decide upon the extent to which these facilities should be made available and on what conditions and, in particular, at any time and from time to time by notice to reserve the whole or any part or any of the Club's buildings, premises or sporting amenities for any purposes whatsoever for such period or periods and subject to such conditions and limitations as to entry, whether by Members or any other person or class of persons and whether upon terms of payment of otherwise, as the Committee may think fit. b. To have the sole right to make Bye-Laws, and to alter and repeal such Bye-laws, for all matters affecting the affairs of the Club and not dealt with in this Constitution and for the proper control of Polo and of all other facilities and activities in the Club authorised by it; including the introduction of Guests, the conduct of Tournaments, Gymkhanas and other Sports, Games and Entertainment involving the use of the Club name or facilities or Clubhouse amenities, and for the proper control of all matters pertaining to the management of the Club's grounds and the conduct of Members; provided that no such Bye-Laws shall be inconsistent with this Constitution. All alterations or additions to the said Laws shall be posted on the Club Notice Board and dispatched to Members at least seven clear days before they become effective and shall be binding on all Members unless and until altered or repealed by the Committee or by the Members in General Meeting.	Rule 31 – Powers of the Committee 1. The Committee shall decide upon and set general policies in furtherance of the overall objectives of the Club consistent with this Constitution and as approved from time to time by Members at a General Meeting. 2. The Committee has all administrative and management powers necessary to carry out the objectives of the Club in accordance with the rules set out in this Constitution, in particular: a. To control all facilities of the Club and to decide upon the extent to which these facilities should be made available and on what conditions and, in particular, at any time and from time to time by notice to reserve the whole or any part or any of the Club's buildings, premises or sporting amenities for any purposes whatsoever for such period or periods and subject to such conditions and limitations as to entry, whether by Members or any other person or class of persons and whether upon terms of payment of otherwise, as the Committee may think fit. b. To have the sole right to make Bye-Laws, and to alter and repeal such Bye-laws, for all matters affecting the affairs of the Club and not dealt with in this Constitution and for the proper control of Polo and of all other facilities and activities in the Club authorised by it; including the introduction of Guests, the conduct of Tournaments, Gymkhanas and other Sports, Games and Entertainment involving the use of the Club name or facilities or Clubhouse amenities, and for the proper control of all matters pertaining to the management of the Club's grounds and the conduct of Members; provided that no such Bye-Laws shall be inconsistent with this Constitution. All alterations or additions to the said Laws shall be posted on the Club Notice Board and dispatched to Members at least seven clear days before they become effective and shall be binding on all Members unless and until altered or repealed by the Committee or by the Members in General Meeting.	The insertion of paragraphs 1 and 4 is hereby proposed in order to emphasise that the ultimate decision making body of the Club is the membership itself. This will provide greater clarity and transparency regarding certain aspects of the scope of powers of the Committee in relation to decisions made by Members at a General Meeting and lead to better governance of the Club.

Resolution 2 (cont'd)

<p>c. To decide all questions relating to the management of the Club and all questions arising out of, or not covered by, any Rule or Bye-Law in accordance with Rule 2b.</p> <p>d. To control the finances of the Club and to do all such things as may be necessary to achieve the objects of the Club.</p> <p>e. To operate bank accounts on such conditions as the Committee deems fit and to borrow sums not exceeding 50% of the Members' funds as reported in the last published Audited Balance Sheet of the Club; provided that the book value of any assets pledged as security for such borrowings shall not exceed the total amount borrowed, except with the approval of Members in General Meeting.</p> <p>f. To authorize all purchases for use by the Club and all expenditure on any Equestrian, Sporting or other social activity; provided that the Committee shall not be empowered to spend more than S\$300,000 in any one year in addition to the ordinary expenditure for the running of the Club and provided that any single item or project which is proposed requiring in excess of S\$150,000 each shall be referred for approval to a General Meeting of Members convened in accordance with this Constitution.</p> <p>g. To determine the charges to Members for all aspects of the Club's activities and administration.</p> <p>h. To co-opt to the Committee up to a maximum of two Members who may in the Committee's opinion be of use in the management of the Club. Any Member so co-opted shall have an equal right in the Committee with Members elected at the Annual General Meeting or subsequently appointed to fill vacancies on the Committee. The Committee shall be empowered to fill vacancies which may occur therein during its tenure of office or in consequence of no election having been made at an Annual General Meeting; provided that any persons appointed by the Committee shall not cause the composition of the Committee or the qualifications of the incumbents of the offices therein to be inconsistent with this Constitution.</p>	<p>c. To decide all questions relating to the management of the Club and all questions arising out of, or not covered by, any Rule or Bye-Law in accordance with Rule 2b.</p> <p>d. To control the finances of the Club and to do all such things as may be necessary to achieve the objects of the Club.</p> <p>e. To operate bank accounts on such conditions as the Committee deems fit and to borrow sums not exceeding 50% of the Members' funds as reported in the last published Audited Balance Sheet of the Club; provided that the book value of any assets pledged as security for such borrowings shall not exceed the total amount borrowed, except with the approval of Members in a General Meeting.</p> <p>f. To authorize all purchases for use by the Club and all expenditure on any Equestrian, Sporting or other social activity; provided that the Committee shall not be empowered to spend more than S\$300,000 in any one year in addition to the ordinary expenditure for the running of the Club and provided that any single item or project which is proposed requiring in excess of S\$150,000 each shall be referred for approval to a General Meeting of Members convened in accordance with this Constitution.</p> <p>g. To determine the charges to Members for all aspects of the Club's activities and administration.</p> <p>h. To co-opt to the Committee up to a maximum of two Members who may in the Committee's opinion be of use in the management of the Club. Any Member so co-opted shall have an equal right in the Committee with Members elected at the Annual General Meeting or subsequently appointed to fill vacancies on the Committee. The Committee shall be empowered to fill vacancies which may occur therein during its tenure of office or in consequence of no election having been made at an Annual General Meeting; provided that any persons appointed by the Committee shall not cause the composition of the Committee or the qualifications of the incumbents of the offices therein to be inconsistent with this Constitution.</p>	
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Resolution 2 (cont'd)

<p>i. To appoint and remove the staff of the Club and to fix the amount of their remuneration.</p> <p>j. To appoint such person or persons or firm, as the Committee may think fit, to be the General Manager of the Club (hereinafter referred to as the General Manager). The General Manager shall, subject to general direction of the Committee and to the policies which the Committee may set, administer and conduct the affairs of the Club and supervise the Club's clerical staff, and such assistants as may be authorised by the Committee, to help him in the performance of his duties and shall keep the accounts of the Club under the direction of the Treasurer (but always with the right of reference direct to the Committee); and shall prepare the financial statements of the Club at the end of each financial year; which statements shall, after approval by the Treasurer and the Committee and after audit be printed and circulated amongst Voting Members with the notice of the Annual General Meeting.</p> <p>The General Manager shall act on behalf of the Secretary as authorised by the Secretary or by the Committee; the latter's instructions to be over-riding.</p> <p>k. To invite persons to become Patrons or Honorary Members of the Club.</p> <p>1. To ensure that all nominations for Charter Polo Playing Membership satisfy the criteria set out in Rule 11a.</p> <p>m. To select teams to represent the Club in Polo Matches or Tournaments, or in any other Sporting Activities authorised by the Committee.</p> <p>2. The power conferred on the Committee to make appointments to any office or position or to extend any invitation to any person to enter a particular category of membership shall, unless the contrary intention appears, be construed as including a power to dismiss or suspend any</p>	<p>i. To appoint and remove the staff of the Club and to fix the amount of their remuneration.</p> <p>j. To appoint such person or persons or firm, as the Committee may think fit, to be the General Manager of the Club (hereinafter referred to as the General Manager). The General Manager shall, subject to general direction of the Committee and to the policies which the Committee may set, administer and conduct the affairs of the Club and supervise the Club's clerical staff, and such assistants as may be authorised by the Committee, to help him in the performance of his duties and shall keep the accounts of the Club under the direction of the Treasurer (but always with the right of reference direct to the Committee); and shall prepare the financial statements of the Club at the end of each financial year; which statements shall, after approval by the Treasurer and the Committee and after audit be printed and circulated amongst Voting Members with the notice of the Annual General Meeting.</p> <p>The General Manager shall act on behalf of the Secretary as authorised by the Secretary or by the Committee; the latter's instructions to be over-riding.</p> <p>k. To invite persons to become Patrons or Honorary Members of the Club.</p> <p>1. To ensure that all nominations for Charter Polo Playing Membership satisfy the criteria set out in Rule 11a.</p> <p>m. To select teams to represent the Club in Polo Matches or Tournaments, or in any other Sporting Activities authorised by the Committee.</p> <p>3. The power conferred on the Committee to make appointments to any office or position or to extend any invitation to any person to enter a particular category of membership shall, unless the contrary intention appears, be construed as including a power to dismiss or suspend any person so appointed or to withdraw any invitation so</p>	
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person so appointed or to withdraw any invitation so extended at the sole discretion of the Committee.	extended at the sole discretion of the Committee.	
	4. Nothing in the preceding sections is to be understood as detracting from the overriding principle that the Committee may not act contrary to the decisions of a General Meeting made in accordance with the rules in this Constitution and always remains subordinate to the General Meetings and that no decision of a General Meeting shall be overridden by the Committee.	

Proposer:



Richard Hasberg

Second:

Ali NAMAZIE

Member:

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Member:

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