



SBF.



TRADE ASSOCIATION AND CHAMBER ADMINISTRATION GUIDE



Stewarding Effective Management
An Initiative of the TAC Sector Transformation Map

SBF.

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FOREWORD

Singapore Business Federation



Trade Associations and Chambers (TACs) play an integral role as ACE in the industries they represent - Advocates for change, Catalysts for growth and Enablers for innovation. We play critical role in fostering a vibrant ecosystem of enterprises that are future-ready and globally competitive.

Effective management is as much an art as a science. Without it, TACs flounder and fail. With it, TACs and their Secretariats excel. It is a simple concept yet difficult to achieve in reality.

Through this TAC Administration Guide, we hope that more TACs can be better equipped to engender greater trust and credibility among stakeholders, strengthen role alignment, and improve overall organisational health, and be better placed to turn ambitions into actionable outcomes.

KOK PING SOON
CHIEF EXECUTIVE OFFICER

DISCLAIMER

The information presented in this document is not meant to be prescriptive or exhaustive and may not be construed as legal advice on any of the topics discussed herein. TACs should seek legal help and advice when faced with a claim or legal issue. SBF and its employees shall not be liable in any way from the use of this document.

As a micro TAC, this guide will be highly beneficial in enabling us to learn best practices from other TACs, leverage the provided templates to develop and improve internal processes, and provide the 101 for new staff to understand the fundamentals of effective TAC management.

**Ms Eileen Ang, Executive Director,
Association of Electronic Industries in Singapore**

It is essential for the Council and Secretariat to foster a cohesive relationship and maintain strong alignment to effectively drive TACs towards achieving its vision, mission, and priorities. This Administration Guide offers valuable insights into the distinct roles of the Council and Secretariat, illustrating how they can function in harmony to create a robust, dynamic, and well-governed association.

**Mr Wilson Ang, Executive Director,
Association of Singapore Marine and Offshore Energy
Industries**

At the heart of every TAC is its members. A well-governed TAC ensures that its policies and practices are designed to deliver relevant & timely value to members while driving accountability, professionalism, and impact. This Administration Guide supports TACs in achieving governance excellence to fulfill their core mission.

**Ms Lim Sue Yin, Executive Director,
AutomationSG**

At the heart of every TAC is its members. Effective governance within a TAC ensures that its policies and practices provide maximum value to members while fostering accountability, professionalism, and significant impact. The introduction of the TAC Governance Framework (TGF) and the Administration Guide will encourage and guide TACs in achieving governance excellence by developing and implementing well-documented internal policies and procedures that are pertinent to the evolving economic landscape.

**Ms Tricia Tan, Executive Director,
Franchising and Licensing Association (Singapore)**

Good governance is good business. Having good governance systems enhances our ability to deliver on our promise to members, scale impact to partners and achieve better outcomes for Singapore businesses. This Administration Guide will handhold TACs to initiate or level-up on their overall governance, thereby enhancing professionalism and accountability, which is very much welcomed.

**Mr Ernie Koh, President,
Singapore Retailers Association**

TACs are key partners of the government and business in enabling a flourishing business ecosystem. To ensure TACs continue to thrive sustainably, strong corporate governance is a critical pillar. The Administration Guide is an important resource for TACs when making continuous improvements on their corporate governance journey.

**Mr Terence Quek, Chief Executive Officer,
Singapore Institute of Directors**

Effective management requires regular review and update of operating manuals and procedures. However, this requires significant resources and effort which most, if not all TACs, cannot afford. Having a guide will help us go a long way in building up and strengthening our internal capabilities, processes and policies for a stronger TAC.

**Ms Nadiah Hassan, Executive Director,
The Singapore Malay Chamber of Commerce
and Industry**

01

Overview

The Trade Association and Chamber (TAC) Administration Guide serves as a practical document for TACs to learn, determine and implement the necessary frameworks and processes in their organisations which guide their overall direction, effectiveness, supervision, and accountability.



Using The Board Guide

As TACs vary in different membership and secretariat sizes, recommendations and guidelines within the TAC Administration Guide may not apply to every TAC. TACs should adapt and adopt the recommendations and guidelines accordingly to make them relevant and feasible.



Effective Management is Crucial to The Success of TACs

Getting the fundamentals right includes developing and implementing a structured approach to how TACs' objectives are set and achieved, how risks are monitored and addressed, how performance is optimised and how good governance is maintained. Through this Administration Guide, TACs can:



Boost performance by learning from and / or adopting the good governance and management practices recommended.



Build a strong leadership team comprising Council / Executive Committee Members that have a good understanding of their roles and responsibilities, and how they should carry out their duties as stewards.



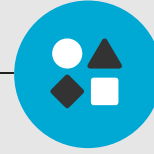
Be well placed to adhere to the principles and guidelines in the TAC Governance Framework.

General Principles of Good Governance in TACs



Equitable Treatment of Members

TACs should ensure the fair and equitable treatment of all members. The criteria for the division of different membership tiers, if such exists, should be clearly specified, transparent, and accessible to all members. All members of the same membership tier should be treated equally.



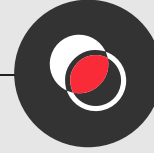
Diversity in Representation

TACs should ensure sufficient diversity in representation on the Council. While members are the foundation of its existence, equal attention should be paid to inducting membership with professional expertise in legal, audit and governance into the Council.



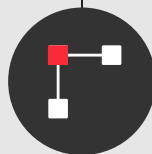
Clear Segregation of Governance and Management

TACs often rely on volunteers for key management and governance decisions. Hence, maintaining a proper relationship between volunteers and paid staff is important. At the two ends of the spectrum, we have volunteer-driven TACs and staff-driven TACs. It is important to achieve a good balance between the two models through a governance structure that clearly spells out the roles and responsibilities of the various parties involved in the governing and managing of TACs.



Disclosure and Transparency

TACs should ensure timely and accurate disclosure of all material matters regarding their organisation, including financial situation, performance, membership and governance. As TACs deal with many members and stakeholders, they should ensure that relationships with key stakeholders (including Government) are properly disclosed and initiated in the best interests of all members of the TAC.



Effective Institutional Framework

TACs should develop an institutional framework and process to guide the above and ensure the practices are consistent with the legal and regulatory requirements.



02

**Develop An
Effective
Constitutional
Framework**



Writing Your Constitution

The constitution is a legal document which spells out the rules and regulations on how the TAC shall be governed. When a TAC is incorporated as a Society under the Registry of Societies (ROS), a copy of the TAC's constitution must be submitted online via **ROS' eServices** for registration of new societies and submission of statutory requirements under the Societies Act and Regulations.



Click [here](#) to request for templates



Did You Know?

TACs who would like to make changes to their constitution would need to pass a resolution to amend the constitution at a general meeting, in accordance with the TAC's existing constitution. If successful, the TAC can submit its application to amend the constitution via ROS eServices. Once approved, the new constitution would come into effect immediately.

Formation of Council

Understanding What The Council Does



Provide Stewardship

Oversee and steer the TAC towards its long-term goals and strategies, and ensure that the TAC is run effectively and sustainably.



Guide The TAC's Management

Oversee the activities of the TAC to ensure its long-term success which entails working closely with the Head of Secretariat and management to guide, review and challenge their recommendations constructively.



Grow The Value Of The TAC

Understand and commit to achieving the TAC's vision and mission, and increase the value of the TAC over time.

Did You Know?

Different TACs use different terms such as Board, Council and Executive Council to refer to the governing body of their Association which is elected by members and accountable for collective executive decisions for their Association.

Composing The Council

Ref: TGF Pg 4 Clause 2.2

01

Determine the Suitable Size

The suitable Council size should be determined based on the needs of the TACs, while allowing it to discharge its responsibilities efficiently. According to the "Survey on TAC Governance", the majority of TACs have 8 to 20 Council Members, including the Chairperson.

02

Embrace Broad Diversity

Having a diverse Council:

- Avoids groupthink and encourages a broader range of perspectives and experiences.
- Results in constructive debates and more robust decision-making.
- Minimises skill gaps within the Council Members.

03

Establish Independence in Structure and Composition

There should be an independent element on the Council. It is recommended that:

- All, if not the majority of the Council, should be independent from employees working at the TAC.
- Council Members should not be involved in any financial transactions with the TAC or whose entity is closely associated with the TAC.

04

Ensure Steady Renewal

A Council should be regularly refreshed to facilitate new perspectives and knowledge transfer while ensuring continuity. A renewal / succession plan is crucial to avoid last minute scramble for candidates before the AGM. As part of Council succession planning, TACs should:

- Establish Council needs. This includes maintaining a list of current Council Members who are reaching their term limits in the next one year.
- Consider internal candidates within the Council, taking into account their suitability and term limits. E.g. Committee Chair for Chairperson.
- Build a pipeline of Council candidates by progressively shortlisting potential candidates through recommendations from members, current and past Council Members or other sources such as search firms.

Did You Know?

If it is permitted under the Constitution, employees of a TAC may be appointed as a Council Member provided that:

- They do not comprise more than one-third of the Council.
- They do not chair the Council.

05

Formalise Terms of Reference (TOR)

Ref: TGF Pg 4 Clause 2.1

The Council Member’s authority and duties should be formalised in the TOR and formal letters of appointment. Similarly, the TOR for committees formed and key office bearers should be established and renewed regularly by the Council.

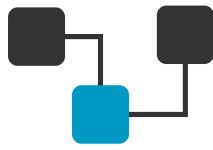
The Council should review its TOR at least once per term to ensure that it remains relevant with the Council’s objectives and responsibilities, and to reflect any change in regulations.

 [Click here](#) to request for templates

The TOR should minimally cover, but not limited to, the following areas:



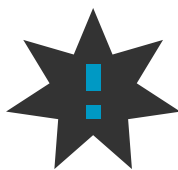
Roles and responsibilities



Structure and composition



Nomination and appointment



Conflict of interest declaration



Remuneration (if applicable)



Meetings

 **Did You Know?**
The Singapore Institute of Directors offers services that TACs can tap on to search for suitable Council Members.
[Click here](#) for more information



06 Evaluation of Performance

Ref: TGF Pg 5 Clause 2.7

TACs should evaluate the Council collectively and / or Council Members individually at the end of each term to hold the Council, the Members and the processes accountable.

Possible methods are anonymous surveys to gather peer feedback or independent feedback from external stakeholders.

The Council

Could be measured against the following key results:

- Effectiveness in achieving agreed objectives and targets
- Overall Council dynamics

Individual Council Members

Could be measured against the following key results:

- Commitment to the TAC (e.g. attendance at Council or Committee meetings etc.)
- Quality of participation and contribution at meetings
- Ability to work in a team environment and handling conflicting viewpoints
- Personal qualities (e.g. integrity, accountability, reliability and empathy etc.)

The infographic features two main sections. The top section, 'The Council', has a blue background and shows two stylized figures at a podium. The bottom section, 'Individual Council Members', has a red background and shows a single stylized figure at a podium. Both sections list key results with corresponding icons: a calendar for objectives, a gear for dynamics, a handshake for commitment, a calendar with a checkmark for participation, a group of people for team ability, and a person with a star for personal qualities.

Appointment and Re-Appointment of Council Members

Ref: TGF Pg 5 Clause 2.3

The Nominations Committee (NC) is typically responsible for Council appointment and re-appointment planning. If your TAC does not have a NC, the Council may delegate this authority to certain Council Members. The appointment and re-appointment should not be dominated by the Chairperson of the Council.

In the annual report, the following should be disclosed:



- Process for selection, appointment and re-appointment to the Council.
- Criteria used to identify and evaluate potential new Council Members.
- Channels used to search for appropriate candidates.

Term of Office

Every Council Member is recommended to hold at least a term of office. According to the "Survey on TAC Governance", for the majority of the TACs, a term of office is two years.



Did You Know?

Singapore Business Federation and Singapore Institute of Directors jointly developed the "SBF-SID Leadership Programme for TAC Councils" to help TACs build professional and effective boards able to steer and drive each TAC's strategic direction. To cater to the different learning needs of TAC board leaders, the Leadership Programme has been conceptualised according to three domains – *Core Skills*, *Advanced Competencies* and *Strategic Mindsets*.

Term Limit

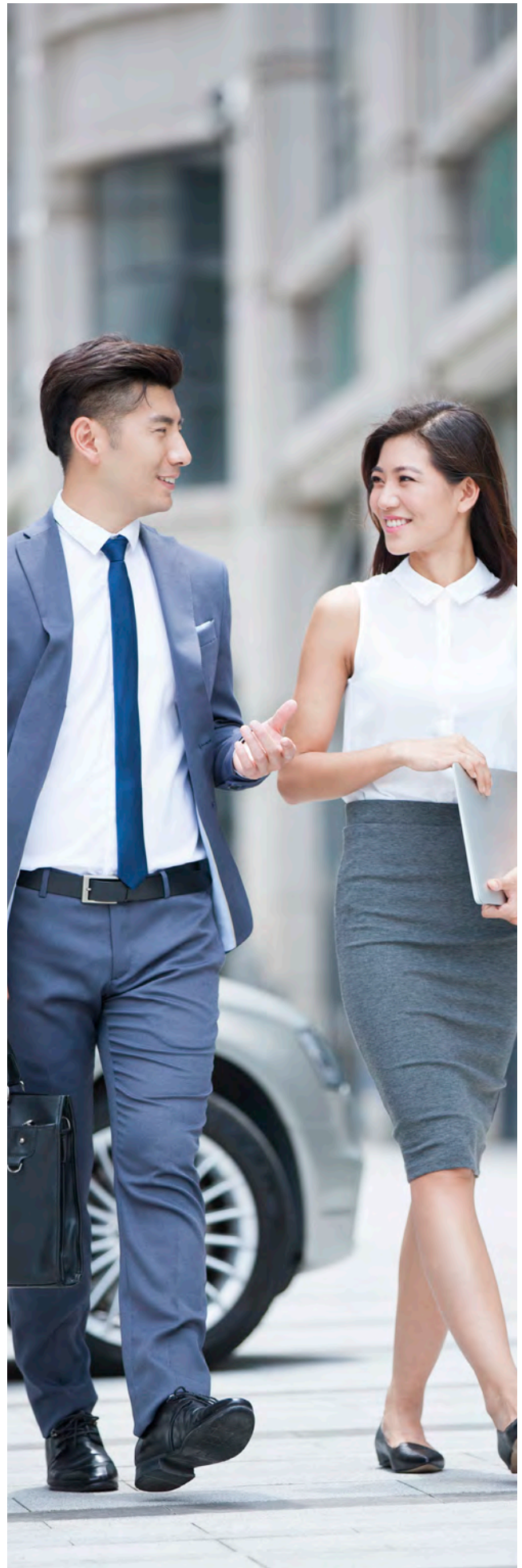
The TAC should establish term limits for all Council Members in its Constitution to ensure steady renewal of the Council.

A common term limit used would be a maximum of three consecutive terms of office, after which, the Council Member would not be eligible for reappointment until after a lapse of a term of office.

Furthermore, it is recommended that the TAC establish term limits for the Chairperson and Honorary Treasurer positions to avoid a “de facto dictatorship” and to uphold transparency and accountability.

For Chairperson, a common term limit used would be a maximum of three consecutive terms of office, after which, the Chairperson would not be eligible for re-appointment until after a lapse of a term of office.

For Honorary Treasurer, a common term limit used would be a maximum of two consecutive terms of office, after which, the Honorary Treasurer would not be eligible for re-appointment until after a lapse of a term of office.





Induction for Newly Appointed Members and Office Holders

Ref: TGF Pg 4 Clause 2.1.2

For newly appointed Members and Office Holders, TACs should induct them through providing relevant reports or documents, in-person briefings or other means as appropriate to ensure they are familiar with the following:

- Duties
- Specific roles related to any appointments
- TAC's work and governance practices
- Legal liabilities
- Stakeholder groups involved

Newly appointed Council Members are also encouraged to familiarise and attend the "SBF-SID Leadership Programme for TAC Councils" to develop core skills and competencies.

Formation Of Council Committees

At the start of each term, the Council shall approve the formation of Council Committees where Committee Members would be selected from Council Members. Should there be any change in membership of the Committee, the Council's approval is required.





Declaring Conflict Of Interest By Council Members

Ref: TGF Pg 5 Clause 2.6

TACs should have a disclosure policy and procedure in place for Council Members to avoid conflicts of interest which may impede or compromise their responsibilities. This includes measures to deal with these conflicts of interest when they arise.

Example of a Disclosure Policy and Procedure

For newly appointed Members and Office Holders, TACs should induct them through providing relevant reports or documents, in-person briefings or other means as appropriate to ensure they are familiar with the following:

- All Council Members are required to make a declaration of conflict of interest.
- A Council Member with conflict of interest in the matter(s) discussed should recuse himself / herself from the meeting and should not vote / take part in the decision-making.
- The Secretary should disclose the conflict situation in the meeting minutes or a written notice to minimise potential legal liability.
- The Council Member should not be counted towards the quorum of any meeting for a resolution where he / she is recused from voting.



Did You Know?

Determining whether a conflict of interest exists can be subjective. When in doubt, it is best for Council Members to begin with the assumption that the matter involves a conflict of interest.

Conflict situations include but are not limited to the following:

- He / She or their family member has a direct or indirect ownership interest or other relationship with and organisation that has business dealings with the TAC, including but not limited to joint ventures.
- He / She or their family member is affiliated to a vendor, supplier or any other party providing or bidding to provide goods and services to the TAC.
- He / She has business dealings or transactions with any of the TAC's vendors, suppliers or partners which has resulted, or can result in personal benefit to himself / herself.
- He / She or their family member is affiliated with a party which has any pending legal proceedings involving the TAC.



Fostering Effective Council-Management Relationship

In general, Councils that have a consultative and collaborative relationship with the Heads of Secretariats demonstrate the following characteristics:

- **Open communication and mutual trust**
Encourage candid sharing by the Heads of Secretariats helps the Council to be more effective in overseeing the strategic direction of the TAC.
- **Encouraging and supportive**
Work harmoniously to achieve the TAC's vision mission and strategic goals.
- **Maintain independence**
Keep a professional distance to allow the Council to preserve its ability to remain objective and be impartial.

To encourage robust debate during Council meetings and inspire all Council Members to stay engaged, an effective Chairperson should demonstrate the following characteristics:



Open and transparent

Ensure Council Members have equal access to all relevant information to make informed decisions.



Welcome diverse contributions and build trust

All Council Members are given the opportunity to voice concerns (e.g. encourage constructive debate and draw input from quieter Members).



Organise meetings efficiently

Distinguish between matters that need discussion and those that need a decision.



Build consensus or make decisions

Hold back on giving opinions until Council Members have opportunities to voice their views. Where there is no consensus, the Chairperson would coalesce the different views into a workable solution.

Knowing Your Duties and Responsibilities

Ref: TGF Pg 4 Clause 2.1

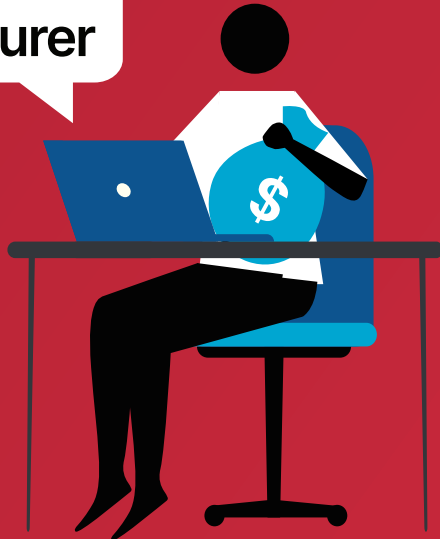


- Work with the Secretariat to chart out the strategic direction, priorities and objectives of the TAC.
- Oversee internal controls and risk management policies including financial, operational and compliance risks.
- Ensure funds and assets of the TAC are properly accounted for.
- Ensure policies and practices on governance are in place for the TAC.
- Determine the Code of Conduct for Council Members and Secretariat staff.
- Responsible for attending Council meetings.
- Provide expertise / advice and decides on matters that require its approval and communicate to the management in writing (e.g. notes of meetings).
- Appointment of Members for the Council and Committees to take on specific functions.



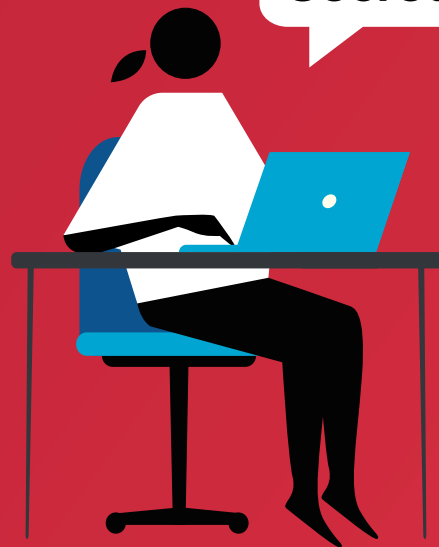
- Preside over all Council meetings.
- Lead the Council, provide leadership and facilitate constructive discussions amongst the Council Members at meetings.
- Ensure that every Council Member is contributing, engaged and committed to the Council.
- Ensure that the Council fulfils its responsibilities to achieve the TAC's objectives.
- Oversee the Council evaluation process.

I am a
Treasurer



- Maintain proper records of all financial transactions of the TAC.
- Oversee the finance and accounting system and procedures, including procurement, receipting and payment processes.
- Ensure checks and balances in the finance and accounting system to mitigate potential risks.

I am a
Secretariat



- Support the Council in the day-to-day operations of the TAC and the implementation of the programmes in accordance with the strategic direction and priorities determined by the Council.
- Provide value to members and deepen stakeholder engagement.
- Typical functions include: Membership management, accounting and financial controls, strategy and governance, industry development, capability building, internationalisation, research, branding, marketing and communications.

I am a
Secretary



- Maintain the Register of Members.
- Organise Council meetings and keep proper records of all official meetings of the TAC and the Council.
- Review meeting minutes for accuracy prior to circulation of meeting minutes to the Council.
- Advise Council on procedural matters.

Planning For A General Meeting

Ref: TGF Pg 5 Clause 2.4

There are two types of meetings – Annual General Meeting (AGM) and Extraordinary General Meeting (EGM).

It is recommended for the AGM to be held once every financial year. The AGM should be held within 3 to 6 months from the close of the financial year.

At the AGM, it is recommended that the following be included:

- Approve the minutes of the previous year's AGM.
- Present the previous financial year's audited accounts.
- Present the annual report.
- Elect the Council Members for the following term (where applicable).

TACs may call for an EGM in accordance with the procedures stated in the Constitution. Usually, an EGM is called to discuss and seek approval from voting members, for any extraordinary matters that require immediate resolution. Some examples are:

- Amendments to Constitution.
- Usage of TAC fund for special projects.
- Special circumstances such as unplanned departure / replacement of office bearers.

The Chairperson of the Council should convene an EGM when a request is raised by at least 25% of the total voting members or 30 voting members, whichever is lesser. The request should set out particulars of the resolution (s) to be considered at the EGM, which should be convened within two months from the date that the request is received.

From **ROS Code of Governance**



Formation of Committees

TACs may form issues committees to address specific issues or areas of interest which shall be approved by the Council.

The minutes of meeting of issues committees should be tabled for information at Council meetings quarterly or based on the frequency that the issues committee meetings are conducted.

Did You Know?

TACs shall give at least two (2) weeks' notice of an AGM and at least ten (10) days' notice of an EGM. A notice of meeting including the details of the meeting (date, time and place), resolution(s) to be passed and notice of member's right to appoint a proxy, where applicable, shall be sent to all members in writing. The agenda shall be posted on the TAC's website or notice board at least four (4) days before the meeting takes place.

Determining Bank Mandate

Ref: TGF Pg 7 Clause 4.3

Bank mandate, also known as account signatories, are the representatives and/or employees of the TAC who are authorised to manage the TAC’s bank account(s).

When determining the bank mandate for the TAC, it should be practical and proportionate, while maintaining due diligence.

An example of a Bank Mandate Guide

Authorised Signatories

Group A	Group B	Group C
Chairperson	Treasurer	CEO / Executive Director
Vice-Chairperson	Deputy Treasurer	Director (Finance)
		Director (HR)

Amount	For Cheque	For Online Banking
Up to \$100,000	Any two from all groups	2C
More than \$100,000 ≤ \$500,000	2A; 1A+1B; 1A+1C or 1B+1C	2C For payment vouchers - 1A or 1B
Above \$500,000	2A or 1A + 1B	





Handling Procurements and Payments

Ref: TGF Pg 9 Clause 1

Procurement should promote "Value for Money", "Fair Competition", and "Accountability". Principles governing procurement are:

Transparency

Open and transparent process to improve competition, increase efficiency and reduce the threat of unfairness or corruption. There shall be avoidance of conflicts of interest at all procurement stages.

Open and Fair Competition

Ensures that the TAC provides an open and competitive environment for vendors to compete on a level playing field. The TAC shall treat all vendors fairly, giving all equitable opportunities and access to the same information for them to prepare their bids. The TAC does not discriminate in favour of or against any vendor.



Value for Money

The TAC will procure from vendors which can best meet our requirements and offer the best value. Value for money is derived from the optimal balance of benefits which takes into account factors such as, but not limited to, suitability for the intended purpose, quality and reliability of the goods and services, sustainability, as well as total cost of ownership. As such, value for money does not necessarily mean the purchase must be awarded to the lowest bidder and therefore, reasons may be provided for not awarding a job / contract to the lowest bidder.

Overview of Procurement Stages

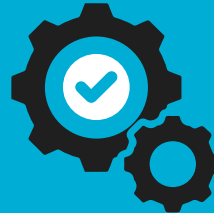
STEP 01
Determine the Type
of Expenditure



STEP 02
Determine the Estimated
Procurement Value



STEP 03
Determine the
Procurement Method



STEP 04
Seek Approval from
Approving Authority to Utilise
Budget Allocated



STEP 05
Source for Goods / Services
using the Determined
Procurement Method



STEP 05
Evaluate and
Recommend for Award



STEP 06
Seek Approval to Award



Which Procurement Method to Use?

Procurement Method	Requirements
Small Value Purchase	It is not mandatory to have at least three quotations. TACs can procure directly by buying off-the-shelf or directly from known vendors.
Three Quotes	<p>Invite Quotations from interested / selected vendors from the "Approved Vendor List" to offer the goods or services required.</p> <p>Vendors should be invited at the same time to quote and should be given at least five working days to submit a quotation.</p> <p>The same specifications for the required goods or services should be shared with all vendors. The specifications should include the evaluation criteria and weightage.</p> <p>Additional information given to one vendor must be shared with all other vendors.</p> <p>If less than three quotations are received, waiver shall be sought and approved by the designated approving authority based on the procurement value.</p>
Invitation to Tender (ITT)	<p>For closed tender, approval from Chairperson must be sought.</p> <p>Composition of Tender Evaluation Committee should be approved by Chairperson.</p>

Based on survey findings and anecdotal feedback from TAC leaders, the following approving authority matrixes could be considered:

Micro TACs

Micro TACs are typically those that have one or no full-time secretariat and / or using outsourced services. For Micro TACs, the most common procurement method would be Small Value Purchase.

Procurement Method	Amount (Exclude GST)	Supported By	Approved By
Small Value Purchase	Up to \$1,000	Executive Director	Chairperson
	Up to \$10,000	Chairperson	EXCO
Three Quotes	More than \$10,000	EXCO	Council

For waiver of competition, the recommended approving authority is Council.

Small & Medium TACs

These TACs typically have 1 to 10 secretariat staff. Types of procurement methods commonly used: Small Value Purchase and Three Quotes.

Procurement Method	Amount (Exclude GST)	Supported By	Approved By
Small Value Purchase	Up to \$3,000	N.A.	Executive Director
Three Quotes	Up to \$10,000	Executive Director	Chairperson
	Up to \$50,000	Executive Director	Chairperson and Treasurer
	>\$50,000	Executive Director and Chairperson	Council

For waiver of competition, the recommended approving authority is Council.

Large TACs

These TACs typically have more than 10 secretariat staff. Types of procurement methods commonly used: Small Value Purchase, Three Quotes and Invitation to Tender.

Procurement Method	Amount (Exclude GST)	Supported By	Approved By
Small Value Purchase	Up to \$3,000	N.A.	HODs
Three Quotes	Up to \$10,000	HODs	Executive Director
	Up to \$50,000	Executive Director	Chairperson
	>\$50,000	Executive Director and Chairperson	EXCO
Invitation to Tender (ITT)	\$100,000 and above	Tender Evaluation Committee (TEC) Consist of HOD, Executive Director and Project Committee Chairperson or a HOD from another department.	EXCO

For waiver of competition, the recommended approving authority is EXCO.



Did You Know?

For Open Tender, you can publish the Invitation to Tender on *TenderBoard*, an online eProcurement System and B2B Marketplace, for FREE!



Payment Procedures

Upon delivery of goods and / or services, the Purchase Requestor is required to ensure that the goods and / or services are in accordance with the specified requirements and in satisfactory standards. For delivery of goods, the Purchase Requestor is required to acknowledge receipt on the Delivery Order.

All payments should be supported by original invoice and a copy of supporting documentation that are verified by the Purchase Requestor and finance manager (and / or relevant staff) before submitting to the designated Approving Authority for approval.

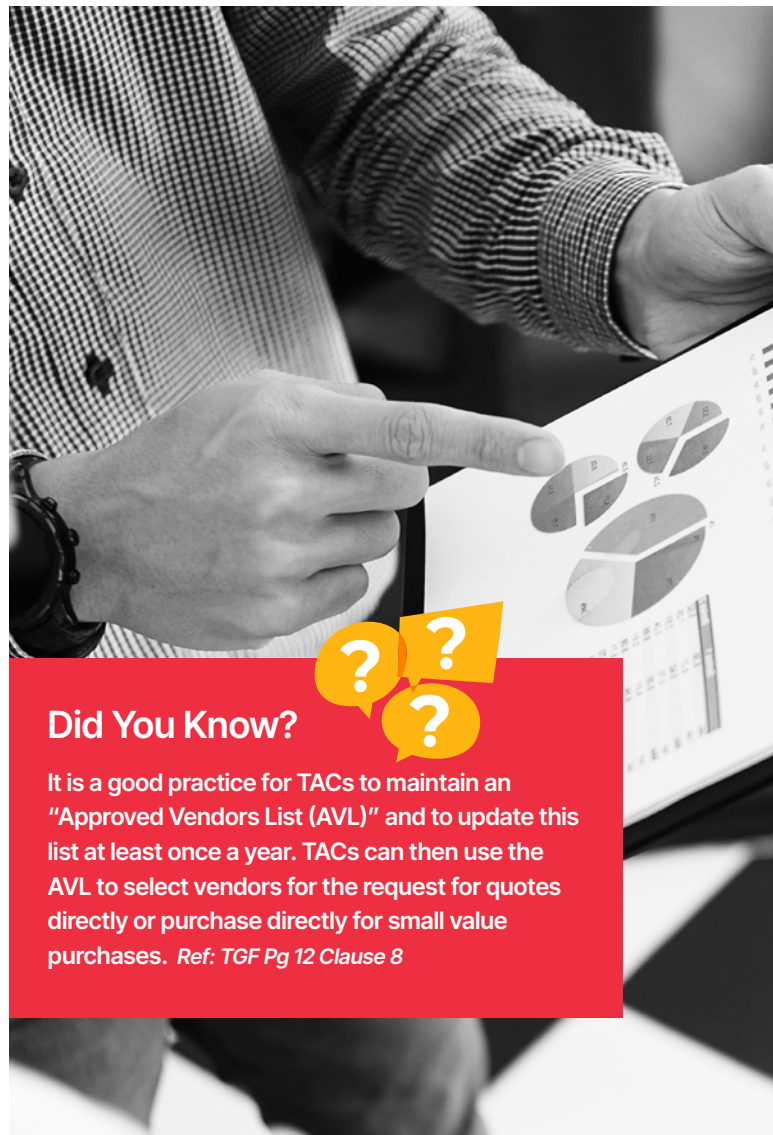


Click [here](#) to request for templates

Did You Know?

Waiver of Competition from procurement procedures can be considered under any of the following exceptional circumstances:

- Proprietary in nature (single service providers whereby there is no close competitor, e.g. SingPost for postal service)
- No alternative or substitute exists that meet specific / unique technical requirements
- To ensure continuity, compatibility or recognise exclusive rights to maintain specialised products or services
- Urgency brought about by unforeseen circumstances (and not due to failure to plan early)
- Appointed vendor by external parties, e.g. service providers designated by appointed organisers for overseas missions / trade events / immersion courses as stipulated in their contractual terms



Did You Know?

It is a good practice for TACs to maintain an "Approved Vendors List (AVL)" and to update this list at least once a year. TACs can then use the AVL to select vendors for the request for quotes directly or purchase directly for small value purchases. Ref: TGF Pg 12 Clause 8

The AVL is the list of vendors that has been assessed, selected and approved for purchases previously. It should include fields like Company Name, Point-of-Contact Name, Email, Nature of Business / Description of Goods or Services provided by the vendor.

TACs should establish a process for evaluating their vendors' performance. A set of criteria could include, but not limited to, the following:

- Quality of products and services, in accordance with specifications and industry standards
- Timeliness of delivery of goods and/or services
- Responsiveness to inquiries, concerns and the ability to address issues promptly
- Compliance with the service level agreements and overall assessment of their contractual performance



Did You Know?

TACs are required to have a separate bank account to manage the receipt of funds from the Grant Giving Agency, unless approval has been obtained from the Grant Giving Agency to deviate from this requirement.

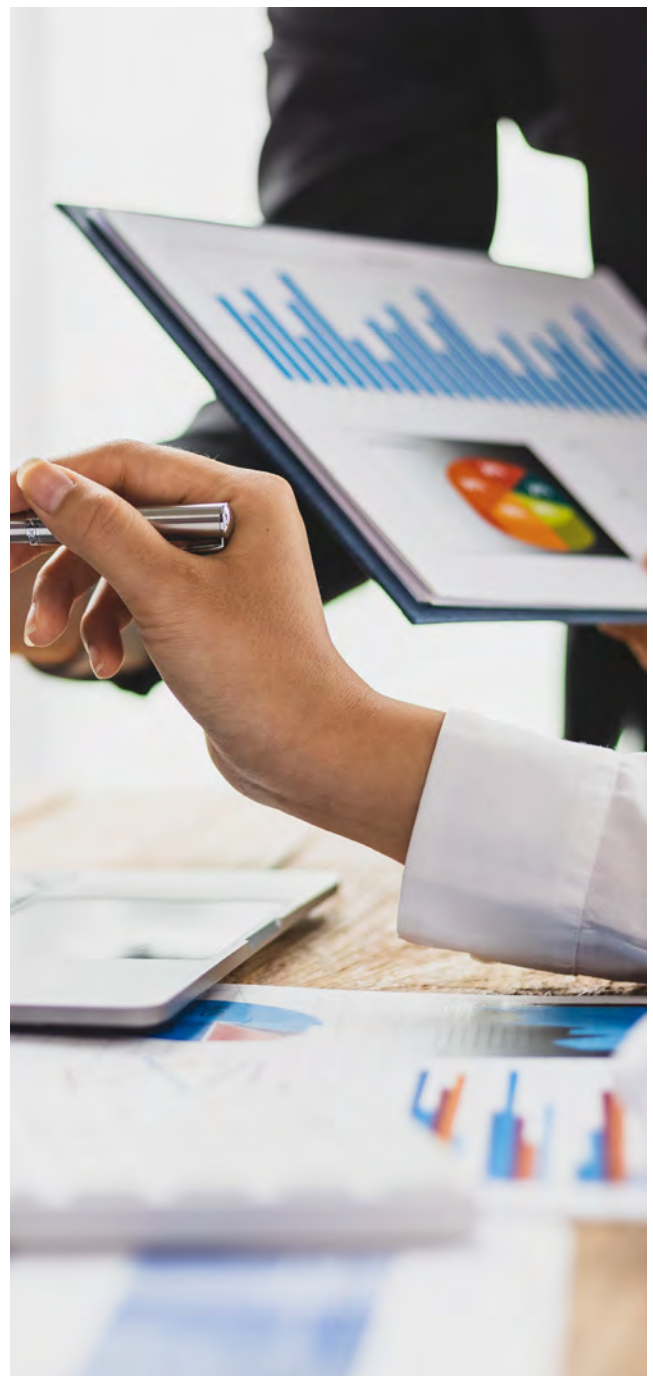
By default, TAC should use a non-interest-bearing account. If an existing bank account is used and funds from the Grant Giving Agencies are mixed with other sources of funds, TACs should apportion and account for the grants received accordingly.

If the TAC's bank account is interest-bearing, TAC will need to declare and return the interest. *Ref: TGF Pg 16 Clause 2*

Implementing Financial Controls

According to the "Survey on TAC Governance", all except one TAC have a financial / accounting system. The remaining TAC outsourced the function to a Professional Accounting Firm.

TACs can refer to the TAC Governance Framework (Section 3, Pg 15 to 17) by Enterprise Singapore on the requirements relating to budgeting, receipt of grant monies, recording of financial transactions, cash flow monitoring and bank reconciliation.





03

**Human
Resource
Management**

Human resources are a critical asset of a TAC. It is imperative that the TAC's employees observe high standards of professionalism and personal ethics, not engage in activities or make decisions that are not in the best interests of the TAC and act in utmost good faith towards stakeholders and third parties.



To guide employees, the TAC should document and communicate to employees its rules, practices and processes through one or more of the following tools:

- Code of Conduct and Ethics
- Employment Contract
- Employee Handbook
- Personal Data Protection Act Policy
- Whistle Blowing Policy
- Declaration of Conflict of Interest Policy



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While the TAC can determine the rules, practices and processes that it will like to document and communicate, as a rule of thumb, the following shall be included:

Disclosure Policy and Procedure for Conflict of Interest

Ref: TGF Pg 18 Clause 3

It is important for employees to avoid being in a situation where there may be real, potential, or perceived conflicts of interest as such conflicts may have adverse impact on the TAC’s reputation, or influence employee’s judgment and compromise objectivity in the course of their work. This includes situations where an employee’s personal or family interest conflicts with those of the TAC.

To guide employees, the TAC should document and communicate to employees its rules, practices and processes through one or more of the following tools:



When he / she is hired as an employee of the TAC



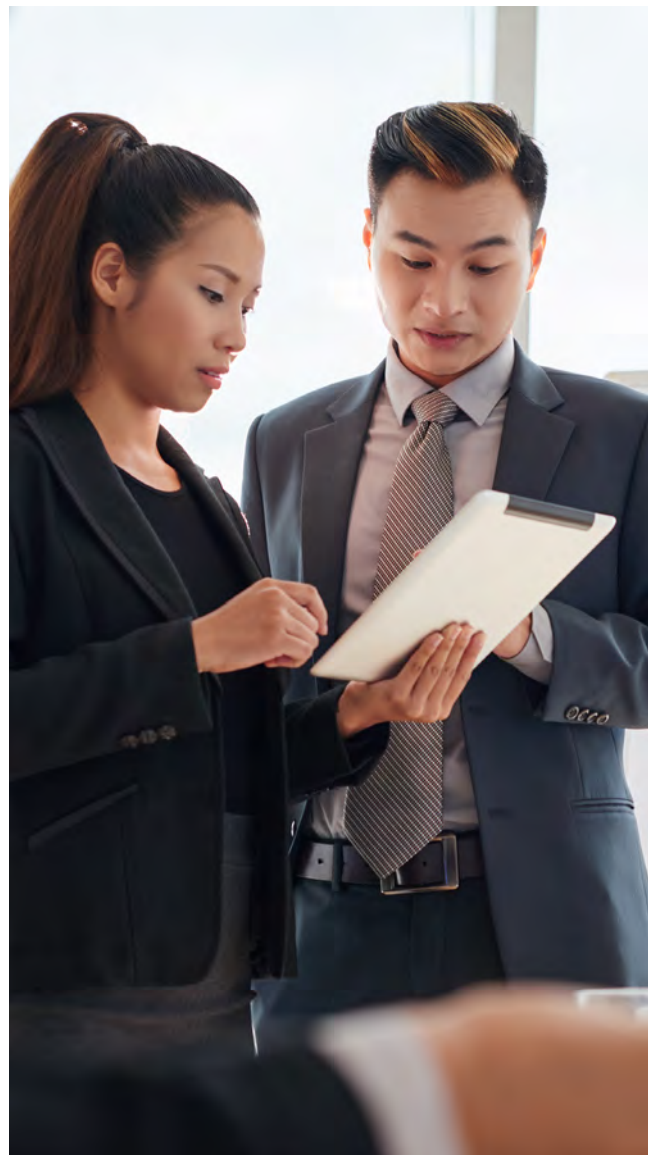
Immediately when there is a potential conflict of interest or conflict of interest



Annually



During the evaluation and approval stages of procurement processes



Whistleblowing

Ref: TGF Pg 7 Clause 5

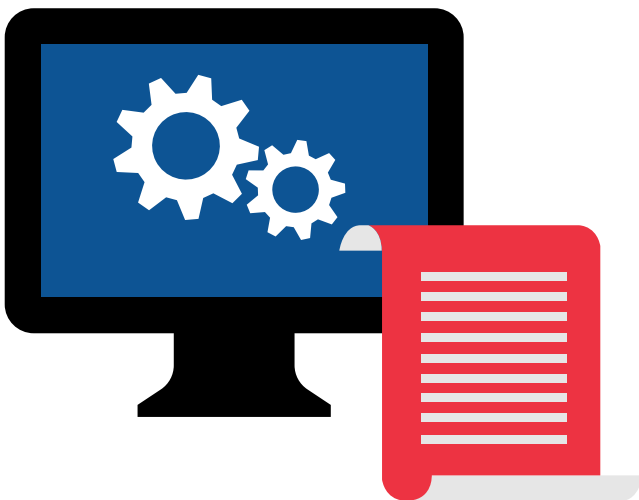
TACs should provide a platform to encourage and enable employees and others to raise concerns on possible improprieties that involve the TAC's employees, representatives and/or business partners.

An impropriety or suspected impropriety is defined as a suspicion based on reasonable grounds with regards to the TAC and in connection with:

- a criminal offence;
- a violation of laws and regulations;
- a violation of the TAC's policies and guidelines;
- an abuse of position in connection with unauthorised activity for personal gain;
- any concerns regarding questionable accounting, internal accounting controls or auditing matters;
- intentional provision of incorrect information to external bodies; and/or
- intentional suppression, destruction or manipulation of information and facts.



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Safeguarding Digital Data and Assets

Personal data and information pertaining to the TAC, its employees and its members should be kept in strict confidence. Employees should only disclose confidential information outside of the TAC after obtaining appropriate written authorisation to do so and signing a confidentiality agreement or non-disclosure agreement to prevent misuse of the information.

Some examples of confidential information are:

- Strategic operations plans.
- Non-public financial information about the TAC or its members and partners.
- New program, market research / surveys, plans / forecasts.
- Members' data, including contact details, specifications and preferences.
- Contracts and agreements, including any provisions or terms and conditions.
- Employee lists with contact information.
- Software or computer programs.
- Personnel plans or major management changes.



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Gifts and Entertainment

Employees should exercise good judgment when giving and receiving any form of gratification (including gifts, entertainment and favours), as it could potentially affect their objectivity and judgment and create both actual and perceived conflicts.

Employees shall comply with all applicable laws and regulations regarding the giving and receiving of any form of gratification, including but not limited to gifts, entertainment, and favours. This includes adherence to the Penal Code 1871 and the Prevention of Corruption Act 1960 (and their successor legislations) aimed at curbing and penalising corruption and bribery practices in Singapore.

TACs should establish a process for employees to declare and surrender the gratification received, where practicable.

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Probation, Confirmation and Termination

TACs should state clearly the probation period, confirmation process and requisite period of written notice when the TAC or the employee terminates the employment.

Generally, the probation period is between three to twelve months and employees may be confirmed if their job performance is satisfactory and they are deemed to be suitable during the probation period.



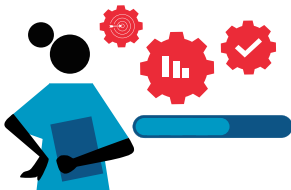


Compensation and Benefits Framework

As per the TAC Governance Framework, TACs should establish a process for setting the remuneration of staff. In establishing the process, TACs should consider, but not limited to, the following areas:



Employees should be remunerated based on their overall work performance and/ or achievement of certain Key Performance Indicators (e.g., achievement of key milestones and project deliverables, etc).



Performance Evaluation Criteria should be established to ensure that assessment performed is fair and consistent. Based on the performance assessment, a corresponding remuneration should be proposed. The performance assessment and proposed remuneration should be documented.



The proposed remuneration, with relevant supporting documents to support the basis used to derive the proposed remuneration amount, should be submitted to appropriate personnel for review and approval. Generally, the Council / Executive Committee or the Appointments and Remuneration Committee, if there is one, would work with the Head of Secretariat and Head of Human Resources to determine an appropriate compensation framework.

Flexi Work Arrangement (FWA) Policy

FWA comprises:

- Flexi-place (e.g., telecommuting, work-from-home)
- Flexi-time (e.g., staggered work hours, compressed work schedules)
- Flexi-load (e.g., job sharing, part-time work)

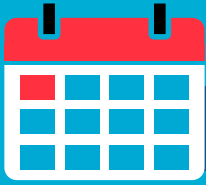
TACs should have a proper written FWA procedure or have a form that employees can use to submit their request for FWA in writing in the absence of a FWA procedure. The request should include the following:

- Date of request
- Type of FWA you are requesting for, including the expected frequency and duration
- Reason for request
- Start and end date of the FWA if relevant



04

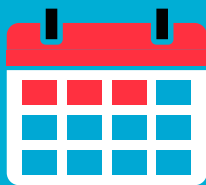
Reporting For Accountability



Monthly

Finance Reporting

Financial statements and performance summary reports should be prepared and submitted to the Council / Executive Committee for review.



Quarterly

Budget Utilisation Reporting

The budget utilisation report should be prepared and submitted to the Council / Executive Committee for review. The report should include the approved budget including the breakdown for individual activities, actual expenditure incurred to-date for the respective activities, variances between the approved budget and the actual expenditure incurred to-date and justifications for significant variances where applicable.



Annually

Financial Year-End Reporting

The financial statements should be prepared and presented by the TAC's appointed external auditors. The audited statements should be endorsed by the Council / Executive Committee and put up for approval at the AGM the following year.

Filing of Annual Returns

The TAC is required to submit their Annual Returns to the Registry of Societies (ROS) within one month of every AGM held or if no meeting is held, within 1 month after the close of the TAC's financial year.

The Annual Returns should consist of:

- Details of the Council Members for the year including positions held, if any.
- Copy of the accounts (income and expenditure and balance sheet) of the last financial year, duly certified by the TAC's auditors or a qualified company auditor and the Council / Executive Committee, in accordance with the TAC's guidelines.





05

**Managing
Related Entities**

TACs with related entities including subsidiaries should be indirectly involved or partake in overseeing and coordinating the activities of these entities to ensure they align with the TAC's goals and comply with legal and regulatory requirements. By carefully managing these related entities, TACs can expand their reach, enhance their financial stability, and better serve their members.



When setting up or managing related entities, below are some key things to note:

- It is crucial to maintain a strong relationship or linkage between the parent TAC and the related entities to ensure consistency in strategic direction. This could be achieved by appointing someone from the Council of the parent TAC to chair the Council of the related entities. Updates from the related entities should be tabled at Council meetings at least quarterly for information.
- There are merits to having separate Councils for the related entities and the parent TAC to ensure focused governance and compliance with corporate formalities. However, on matters relating to investment and expenditure, and on significant accounting issues, approval of the parent TAC should be sought.
- Centralising data and standardising processes across related entities and the TAC can improve efficiency and ensure consistency in operations.

06

Templates





Templates



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Human Resource

- Sample - Terms of Reference for Council Members, Nomination Committee, Secretary and Treasurer
- Sample - Code of Conduct and Ethics (For Employees)
- Sample - Whistleblowing Policy
- Form - Conflict of Interest Declaration (For Employees)
- Form - Confidential and Non-Disclosure Agreement
- Form - Flexi-work Arrangement Request
- Form - Gift and Entertainment Declaration
- Form - Council Evaluation

Procurement

- Sample - Invitation to Tender
- Form - Declaration of Conflict of Interest (Tenderers)
- Form - Quotation Evaluation and Acceptance
- Form - Summary of Tenders Received
- Form - Waiver of Competition
- Form - Vendor Performance Evaluation
- Checklist - Vendor Due Diligence

Grant Management and Operations

- General Guidelines for Government Funded Programmes

Others

- Sample - Registry of Societies (ROS) Constitution for Society
- Sample - IT Policy



07

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**Association of
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in Singapore**

**Association of
Process Industry**

**Association of
Singapore Marine
and Offshore Energy
Industries**

**Association of Small
& Medium Enterprises**

**Container Depot and
Logistics Association
(Singapore)**

**Dormitory
Association of
Singapore**

**Environmental
Management
Association of
Singapore**

**Franchising and
Licensing Association
(Singapore)**

**General Insurance
Association**

**Institute of
Singapore Chartered
Accountants**

**Restaurant
Association of
Singapore**

**Singapore Chemical
Industry Council**

**Singapore Computer
Society**

**The Singapore
Contractors
Association Limited**

**Singapore FinTech
Association**

**Singapore Furniture
Industries Council**

**Singapore Green
Building Council**

**Singapore Indian
Chamber of
Commerce & Industry**

**Singapore Institute
of Directors**

**Singapore
International Chamber
of Commerce**

**Singapore Logistics
Association**

**The Singapore
Malay Chamber
of Commerce and
Industry**

**Singapore Motor
Cycle Trade
Association**

**Singapore Precision
Engineering
and Technology
Association**

**Singapore
Productivity
Association**

**Singapore Retailers
Association**

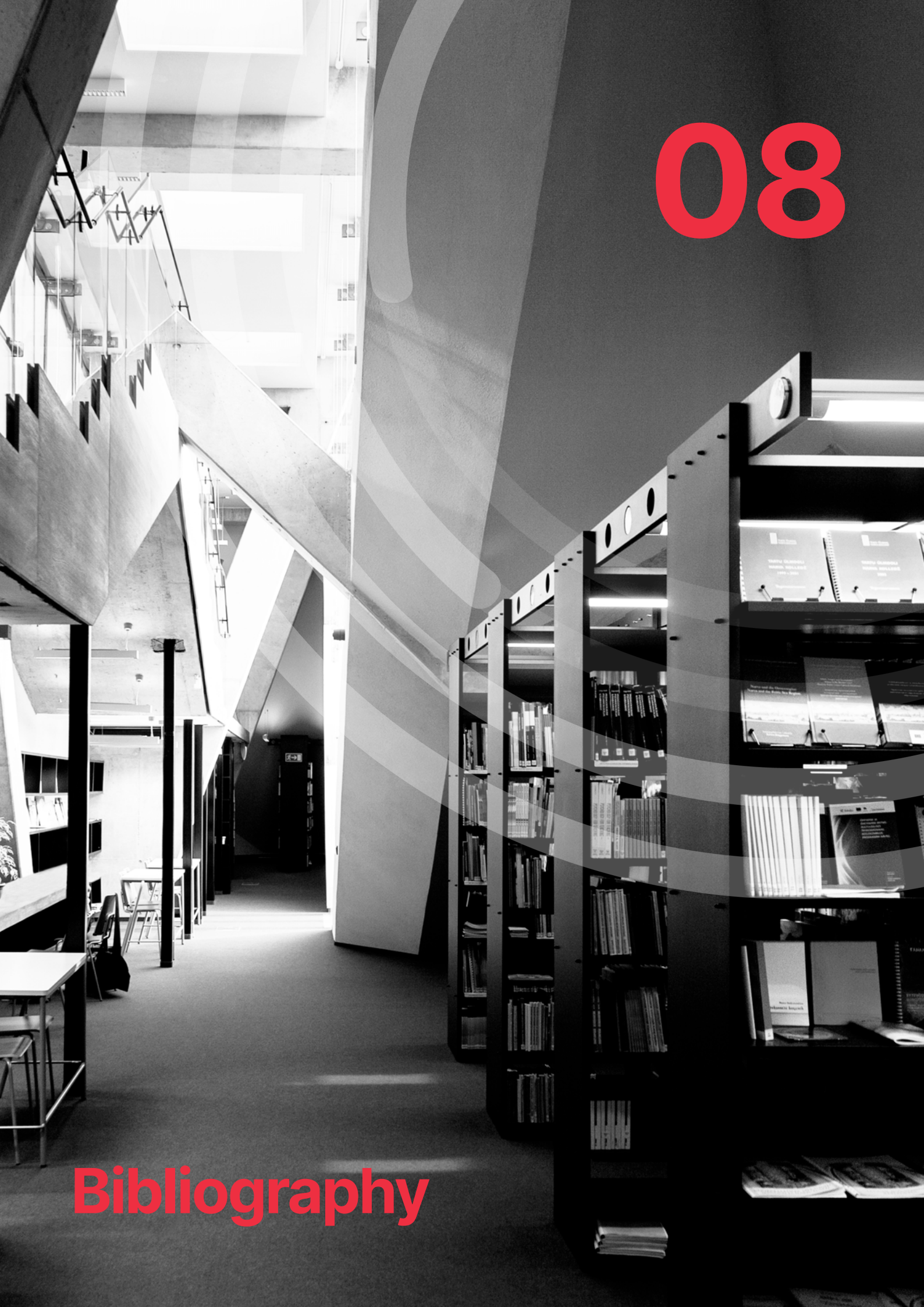
**Singapore Transport
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**Singapore Water
Association**

**Specialists Trade
Alliance of Singapore**

08

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