



STRATA MANAGEMENT GUIDE : 3

**Preparation for a
General Meeting**



Preamble

This series of Strata Management Guides published by the Building and Construction Authority (BCA) is intended to help councils of the management corporations (MCs), subsidiary proprietors (SPs), council members and managing agents (MAs) better manage their estates.

The guide will include recommended procedures and good practices to address common issues (e.g. how to conduct a general meeting and how to requisition a motion).

The guide is aimed at providing a consistent approach and standard for the strata community to facilitate better self-regulation.

Disclaimer

This guide has been prepared to provide practical information on the BMSMA and Regulations made under the BMSMA (Regulations).

This guide :

- Does not provide a legal interpretation of provisions in the Act or Regulations; and
- Is not a substitute for independent legal advice.

Readers should seek professional legal advice if they need to determine specific legal rights and duties applicable to them. The Commissioner of Buildings, BCA or any agency stated in this guide shall not be liable for any reliance on or misinterpretation of any information contained in this guide by any person.

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Important Notice: Readers must not rely on this guide for legal advice.

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Abbreviations

AGM	Annual General Meeting
BMSMA	Building Maintenance and Strata Management Act
BM(SM) REGULATIONS	Building Maintenance (Strata Management) Regulations 2005
MA	Managing Agent
MCST	Management Corporation Strata Title
MC	Management Corporation
SP	Subsidiary Proprietor

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Good Practice



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01 Introduction



- 1.1 The **annual general meeting (AGM)** of the **management corporation (MC)** is an important event as it allows all **subsidiary proprietors (SPs)** to participate in the discussion and decision making of the estate. At each AGM, all SPs are entitled to decide on important matters such as the election of management council, setting of the maintenance contributions, selection of vendors, review of vendors' services, and any matters tabled for discussion. Given the significance, all SPs should make an effort to attend such general meetings personally and be involved in the affairs of the estate.

- 1.2 It is necessary to ensure that there is sufficient preparation before a general meeting is convened. Some examples of preparation include **sending out the notice of the agenda** within the statutory timeframe¹ and **obtaining financial statements** from the appointed auditors punctually.

¹ For example, the BMSMA requires a general meeting to be held only on the 15th day or later after the notice of general meeting is served on the SPs.

02 Calling for The Meeting

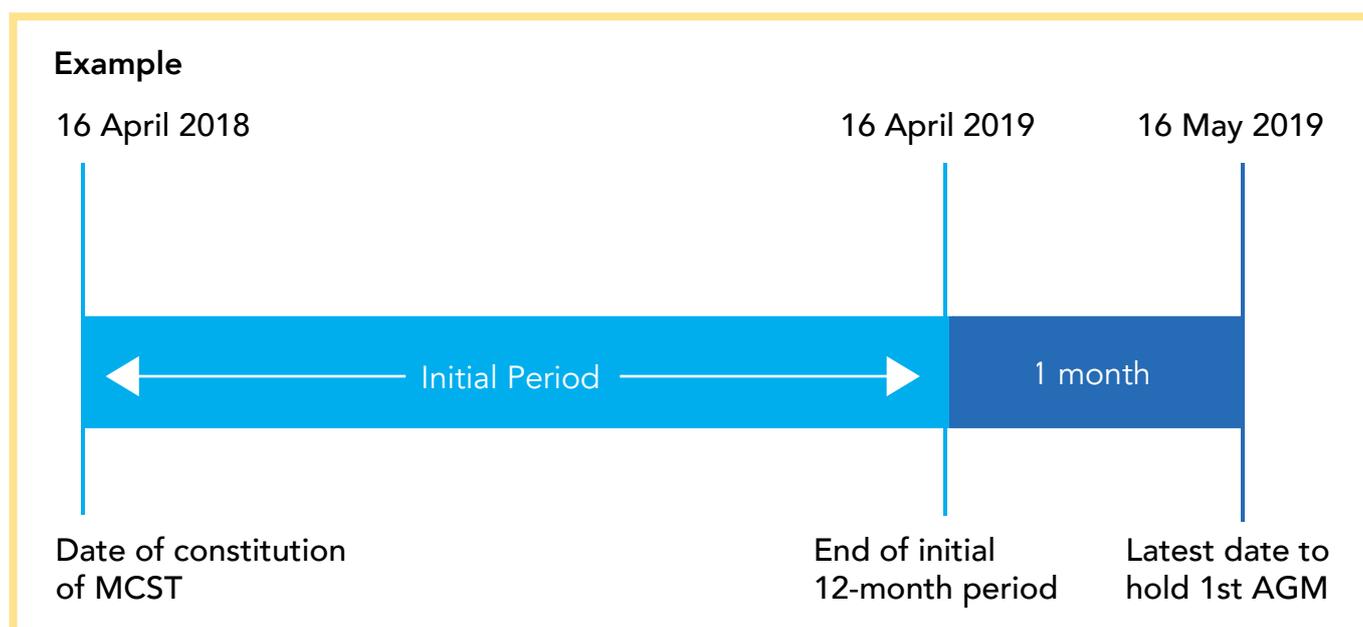


First Annual General Meeting (Section 26 of the BMSMA)

2.1 The developer must hold the **AGM** in accordance with the requirements below:

EITHER:

- a) Within 13 months after the date of constitution of the **MC²**.



OR

- b) If there is a written request from SPs. SPs have the right to send a written request to the developer to convene the first AGM. However, the requisition can only be made by a **registered SP** to whom the developer has transferred the ownership of the unit to [i.e. Subsidiary Strata Title Certificate (SSCT)³] has

² The initial period starts on the constitution date of the MCST and can last for a maximum period of 12 months. The initial period can end earlier if the first AGM is conducted before the 12 months are up.

³ Upon registration of the Transfer, the Subsidiary Strata Certificate of Title (SSCT) issued for the unit will reflect the name of the owner as the registered subsidiary proprietor.

Example 2

Although 16 February 2020 is 15 months from 16 November 2018, the next AGM cannot fall beyond the calendar year of 2019 because the MCST must hold at least one (1) AGM every calendar year.



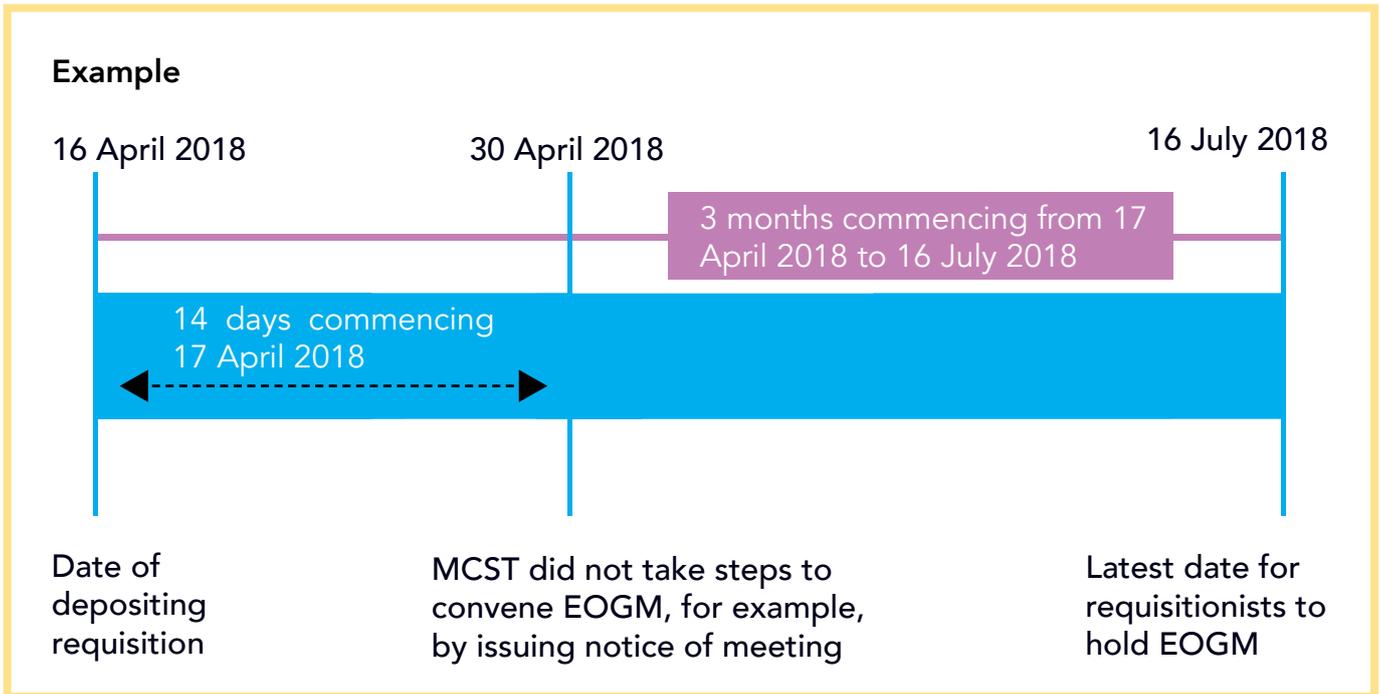
Date of the next AGM cannot fall beyond the calendar year of 2019. Therefore, the next AGM must be held on or before 31 December 2019.

Extraordinary General Meeting

(Section 27(2) of the BMSMA and Paragraph 14 of First Schedule to the BMSMA)

- 2.4 In addition to an AGM, an MC may hold general meetings during the course of a year. These meetings are known as **Extraordinary General Meetings (EOGMs)**. An EOGM can be convened at any time to consider any matters of concern to the council of the MC or SPs.
- 2.5 There are two ways to convene EOGMs:
- a) By majority vote of the council; or
 - b) By serving a requisition on the Secretary of the council asking for the EOGM to be held.
- 2.6 The MC must hold an EOGM within **6 weeks** after the Secretary receives a requisition for an EOGM.

- 2.7 The requisition must be signed by one or more persons who are entitled to vote⁴ and they must represent:
- a) **20% or more of the total share value** of all lots in the development; or
 - b) **25% or more of the total number of SPs** in the development.
- 2.8 The requisition must list the matters that are to be discussed during the meeting and it is recommended that the requisition includes the details of the matters that are to be tabled. Please refer to a sample of the requisition notice in **Annex A**.
- 2.9 If the MC does not proceed to convene the EOGM within **14 days** after the date the requisition is served on the secretary, the **persons proposing the requisitions (requisitionists)** may convene the meeting. In the alternative, any one requisitionist that represents more than 50% of the total voting rights of all the requisitionists may also convene the meeting. A meeting convened under this paragraph must be **within 3 months** from the date the requisition is served on the secretary.



⁴ See Guide 4 on 'Proceedings of a General Meeting' for information on when SPs are entitled to vote.

03

Asking for a Motion to be Included in The Agenda of an Upcoming General Meeting

(Paragraph 12 of First Schedule to the BMSMA)

- 3.1 Any SP may at any time request in writing for a motion to be included in the agenda of the next upcoming general meeting. Written notice must be given to the Secretary of the council. The Secretary must include the motion in the agenda for the next general meeting.
- 3.2 However, if the SP asks for a motion to be included only after the MC has already served notice for the upcoming general meeting, that motion cannot be part of the agenda of the upcoming general meeting. The MC must include that motion in the agenda of the subsequent general meeting. SPs are therefore encouraged to make their requests early.



Good Practice: Raising a Motion

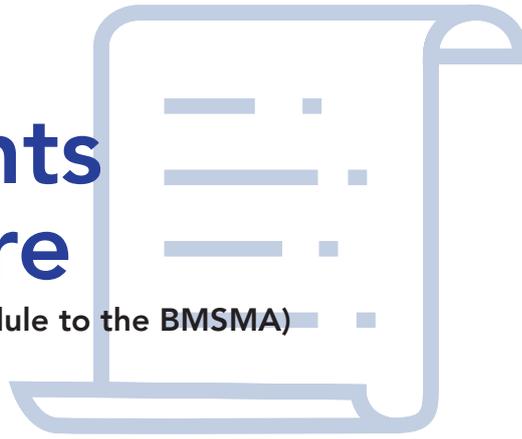
What can the MC do?



MCs can put up a notice on the notice board to inform SPs of the proposed dates of the upcoming AGM for the calendar year so that SPs can submit any motions they want to include in the agenda.

04 Documents to Prepare

(Paragraph 1 of First Schedule to the BMSMA)



- 4.1 The following documents should be prepared for the AGM **(where applicable)**:
- a) An agenda notice must be given to each SP listed on the strata roll. The agenda notice must include the following:
 - i. Specify the place, day and time for the meeting;
 - ii. Attach a copy of the minutes of the latest preceding general meeting(s) [if a copy has not been previously given]; and
 - iii. Include each proposed motion to be considered at the meeting for the following items:
 - ✓ Adoption of the accounts for a period ending on a date within 4 months from the general meeting;
 - ✓ Confirmation of the minutes of the last AGM;
 - ✓ Decision on the number of members of the council to be elected;
 - ✓ Election of members of the council;
 - ✓ Determination of the amount to be raised for the management fund and the sinking fund;
 - ✓ Approval of the proposed annual budget of the MC for the new financial year;
 - ✓ Decision if any matter or type of matter is to be decided only by the MC in general meeting;
 - ✓ Appointment of an auditor;

- ✓ Report on the insurance coverage and review the adequacy of the insurance of the MC;
- ✓ Decision on the termination of any **managing agent (MA)** or for the continuation of the MA for the next ensuing financial year; and
- ✓ Any other motions requested by any SP in writing and served on the Secretary **before** the agenda notice is sent out.

b) It is recommended that the documents listed below are included with the agenda notice:

- i. Budget expenditure for the coming financial year and the proposed contribution rates for management fund and sinking fund;
- ii. Copy of proxy form⁵;
- iii. Copy of authorisation letter (for companies assigning representatives to attend the general meeting);
- iv. Copy of nomination form for the election of council member(s); and
- v. Explanatory notes on the proceedings of the general meeting.



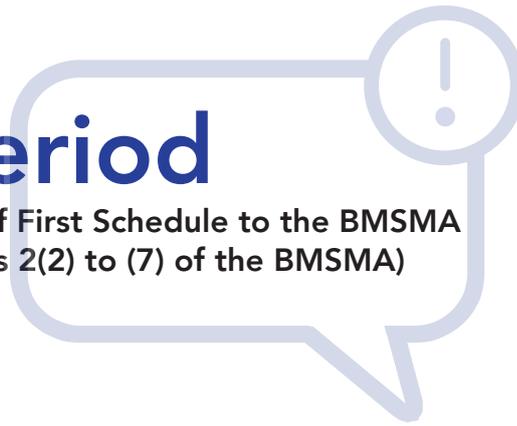
	1-Jun	1-Jul	1-Aug	1-Sep	1-Oct	1-Nov	1
	1.307,85	1.240,64	1.235,42	939,09	1.300,67	843,29	
	0,00	698,18	0,00	0,00	40,07	0,00	
	15,80	78,42	38,16	15,62	256,67	25,46	
	2,03	1.485,22	6.062,23	447,24	16.048,05	349,55	
	5	677,87	503,91	1.094,97	5.620,31	2.560,60	
		0,00	310,01	3.142,38	9.779,24	14.693,66	
		0,00	670,64	1.259,50	4.294,85	7.473,24	
		83,58	39.386,87	17.848,02	34.414,47	0,00	
		0,00	0,00	0,00	0,00	0,00	
			19.577,90	11.799,74	14.874,16	33.010,21	
			1.335,55	21,76	865,15	348,10	
			0,00	0,00	12.032,74	24.740,68	
			0,00	0,00	4.387,73	18.444,80	
				701,60	4.796,53	502,91	
				2.144,68	2.300,27	1.727,45	
				10.857,02		82,02	
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⁵ The BMSMA requires every proxy form to follow the format set out under First Schedule.

05

Notice Period

(Paragraphs 1(1) and 1(5) of First Schedule to the BMSMA read together with Sections 2(2) to (7) of the BMSMA)



Agenda Notice

- 5.1 If all the motions in the agenda are to be decided by ordinary resolution only, the notice and general meeting documents must be **served at least 14 days** before the date of the meeting. The general meeting can only be convened on the 15th day (or later) after the notice is served.
- 5.2 If there is any motion in the agenda that needs to be decided by special resolution, unanimous resolution, 90% resolution, comprehensive resolution or resolution by consensus, the notice and general meeting documents must be **served at least 21 days** before the date of the meeting. The general meeting can only be convened on the 22nd day (or later) after the notice is served.

List of Names of Persons Entitled to Vote⁶ in General Meeting

(Paragraph 1 and 7 of the First Schedule to the BMSMA)

- 5.3 The Secretary of the MC must put up a list of the names, and the lots represented, of the persons who are entitled to vote at a general meeting on the notice board (maintained on the common property) **at least 48 hours** before the general meeting. All persons named in this list must have paid up any arrears they owe to the MC under the BMSMA, **at least 3 days** before the commencement of the general meeting.



⁶ See Guide 4 on 'Proceedings of a General Meeting' for information on when SPs are entitled to vote.

06

Methods of Sending Agenda Notice of General Meeting

(Section 129 of the BMSMA and Section 2 of the Interpretation Act (Chapter 1))

6.1 The agenda notice of a general meeting must be sent to the SPs in the MC by:

a) Facsimile Transmission

If a notice is sent by fax, it will be considered served only when there is an acknowledgement by electronic or other means showing that the notice has been received at the destination the fax was sent to.

b) Pre-Paid Registered Post

If a notice is sent by pre-paid registered post, it will be assumed to be served on the **3rd working day** after the day the notice was posted.

c) Electronic Mail (email)

If a notice is sent by email, the notice must be sent to the last email address given to the MC by the SP.

However, if the notice is sent by email, it must also be posted to the SP's address for service or to the SP's last known place of residence or business.

Any notice sent by email, is deemed to be duly served when it is capable of being retrieved by the SP at the email address given by the SP.

d) All other types of post except Pre-Paid Registered Post

If a notice is sent by ordinary post, it will be assumed to have been served on the **4th working day** after the day the notice was posted.

e) Physically Delivering to or Affixing on the Front Door of Any Lot

The notice is considered served on the date of such delivery or affixing of the notice at that lot. The date of delivery or affixing must be stated in the notice.

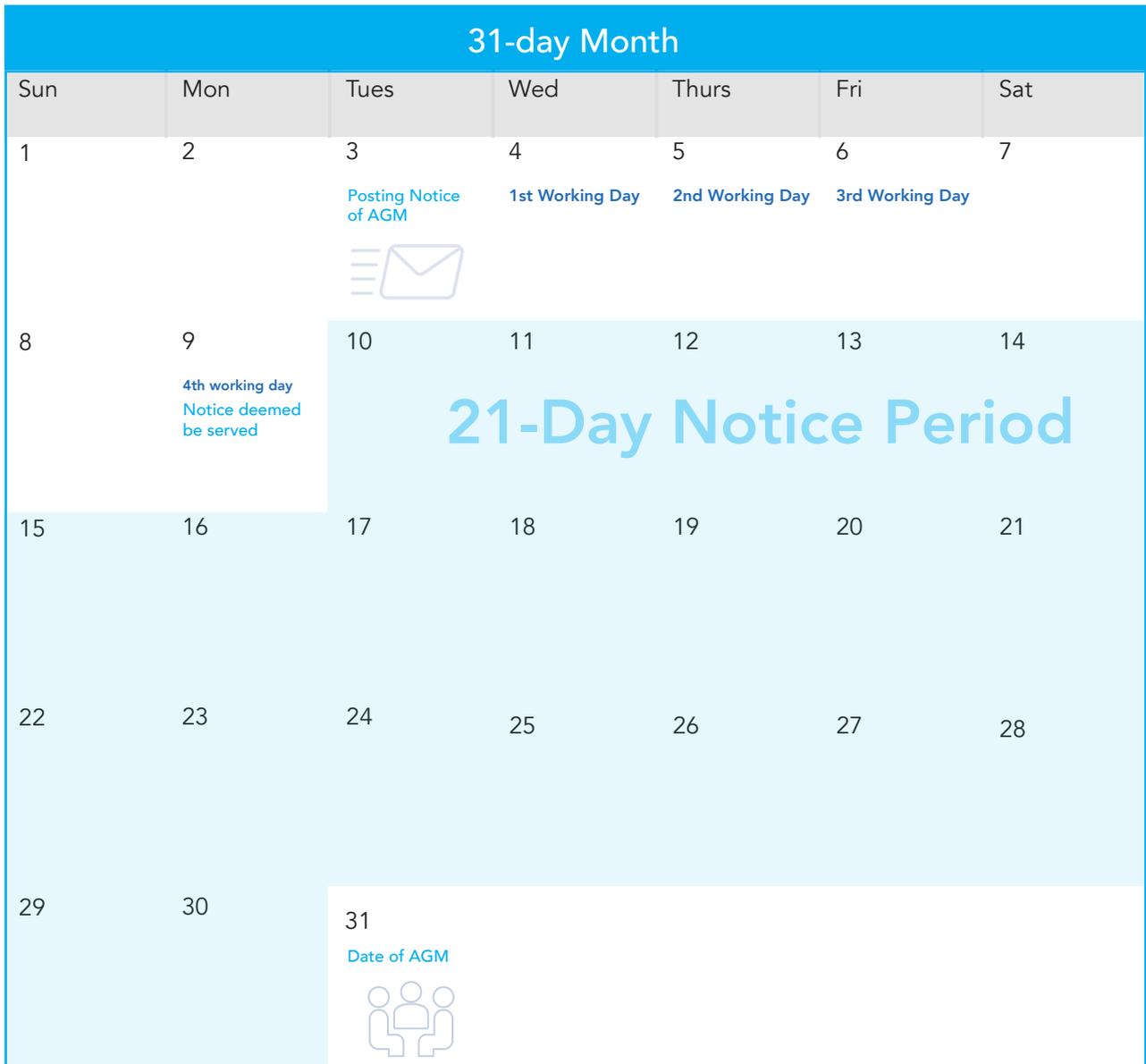


Example: When to give notice of an AGM

The MC plans to convene the next AGM on 31 January. The MC decides to send out the notice by ordinary post. The calendars below illustrate the timeline requirements that general meeting notices have to fulfill.

- 
 If all motions in the agenda are to be decided by **ordinary resolution** only, the general meeting notice must be served 14 days before the date of the AGM.
- 
 If there are motions in the agenda that are to be decided by a resolution other than an ordinary resolution. The general notice must be served 21 days before the date of the AGM.
- 
 When calculating the number of days, the MC should exclude both the day on which the notice is sent and the day on which the meeting is to be held.

31-day Month						
Sun	Mon	Tues	Wed	Thurs	Fri	Sat
1	2	3	4	5	6	7
8	9	10	11	12	13	14
		Posting Notice of AGM	1st Working Day	2nd Working Day	3rd Working Day	
						
15	16	17	18	19	20	21
	4th working day Notice deemed be served	14-Day Notice Period				
22	23	24	25	26	27	28
29	30	31				
		Date of AGM				
						



As good practice, the MC should request for a certificate of posting from the postal service provider. This guards against SPs alleging that they were unaware of an AGM.

References:

BMSMA - Sections 2, 26, 27, 129
 First Schedule to the BMSMA

Interpretation Act (Chapter 1) – Section 2

Annex A

Sample of requisition notice

Date: dd/mm/yy

Attention to: Secretary of MC Plan No. _____

<Address of MC>

Dear Sir/Madam,

Subject: Request to convene Extra-Ordinary Meeting (EOGM) and to include motions in the meeting

We, the Subsidiary Proprietors of MC Plan No. _____, representing (more than 20% of Share Value or 25% of the total number of SPs), would hereby like to request an EOGM to be held not later than 6 weeks from _____ < the date of receipt by the Secretary>.

This requisition is for the purpose of discussing the following objects below:

- a) <Motion to be discussed>
- b) <Motion to be discussed>
- c) <Motion to be discussed>

Signatories of Subsidiary Proprietors <Requisitionists' signatures including name, NRIC and unit number (at least 20% of share value or not less than 25% of the total number of SPs)>

Eg.

Name: A.S
NRIC No.: S1234567A
Unit No.: #02-02

Name:
NRIC No.
Unit No.:

Name:
NRIC No.:
Unit No.:

Name:
NRIC No.
Unit No.:

Building and Construction  Authority

52 Jurong Gateway Road #11-01,
Singapore 608550