

## **MCAS 45<sup>th</sup> ANNUAL GENERAL MEETING 15 MARCH 2025**

### **PROPOSAL ON THE AMENDMENTS TO THE CONSTITUTION OF THE MUSLIM CONVERTS' ASSOCIATION OF SINGAPORE**

#### **1 PROPOSER AND SECONDER**

The proposed amendment to the Constitution to be tabled at MCAS 45<sup>th</sup> AGM is proposed by Muhammad Ja'afar Kareem Laksmana, VP of Corporate Affairs Division and seconded by Aniza Anuar Acquavella, AVP of Corporate Affairs Division.

#### **2 BACKGROUND**

Some of the proposed constitution amendments were recommended by the Constitution and By-Law Sub-Committee (CBLs) and approved by the Council (2018 – 2020) on 28 December 2019. These were targeted for the presentation at the 40th AGM in 2020. Owing to the COVID-19 situation, the presentation of the proposed amendments to the Constitution was kept on hold.

In 2022, the CBLs further reviewed the amendments to the Constitution and has proposed additional amendments to the Constitution which has been approved by Ex-Co and Council.

The Members of the CBLs Sub-committee are:

- Muhammad Imran Kuna, Chairman of CBLs and VP (CA) and Council/Ex-Co Member
- Adam Foo, President
- Sharukh Abdullah, Deputy President
- Ridzuan Wu, Trustee
- Faiz Edwin Ignatious, Trustee
- Moiz Tyebally, Trustee
- Ja'afar Kareem Laksmana, Council/Ex-Co Member
- Aniza Anuar Acquavella, Council/Ex-Co Member
- Shahbaz Ahmad, Member
- Abdul Jalil Tahir, Member

In 2023, Ex-Co and Council proposed additional amendments to the Constitution to facilitate electronic (virtual) meetings. The Commissioner of Charities (COC) also proposed new amendments to the Constitution when the Proposed Constitution Amendments were submitted to COC in accordance with the current approval process which requires COC's prior approval before the Constitution amendments can be presented to the members at a general meeting. COC has reviewed the amendments and provided a Letter of No Objection for the Proposed Constitution Amendments.

### 3 SUMMARY OF THE PROPOSED AMENDMENTS TO THE CONSTITUTION

The proposed Constitution Amendments can be summarized as follows:

- i) From a bicameral management committee of Council and Ex-Co to a single unicameral body (Council) of 17 elected Ordinary and/or Life members and the co-option of up to 4 Ordinary and/or Life members of which one will be reserved for the immediate past President.
- ii) The President could appoint up to 7 Council members as office bearers.
- iii) Recommendations by Shared Services for Charities Pte Ltd (SSC) on Governance Review which was commissioned by the Council:
  - (a) To state the eligibility for the re-appointment of the Vice President (Finance) after a lapse of at least 1 term of 2 years.
  - (b) To state the number of vote(s) each Council member carries.
- iv) The Commissioner of Charities (COC) proposed further amendments to include the term limit for the position of Assistant Vice President (Finance) given similar oversight of the Finance function within the Association.
- v) The Annual General Meeting could be chaired by an Ordinary and/or Life member and not restricted to only Council member.
- vi) Audit Committee:
  - (a) Shall be headed by an independent person who is not a Council member.
  - (b) Council members in the Audit Committee shall not form a majority in this committee.
- vii) Trustee
  - (a) The age limit of the Trustees shall be 75 years old.
- viii) Sale of MCAS immovable Property(s)
  - (a) To address the incongruity of the Constitution clauses on the approval for the sale of immovable property(s).
- ix) Alternative Arrangements for Meetings  
To allow the Association to conduct electronic (virtual) meetings for its Governing bodies as well as the General Meeting of its members.
- x) Dissolutions  
The COC proposed further amendments to provide for the distribution of the remaining assets of the Association in the event if it ceases to be a registered charity under the Charities Act and to provide clarity that such assets may only be donated to Muslim charitable organization(s) with similar objectives.



MUSLIM CONVERTS' ASSOCIATION OF SINGAPORE  
(DARUL ARQAM SINGAPORE)

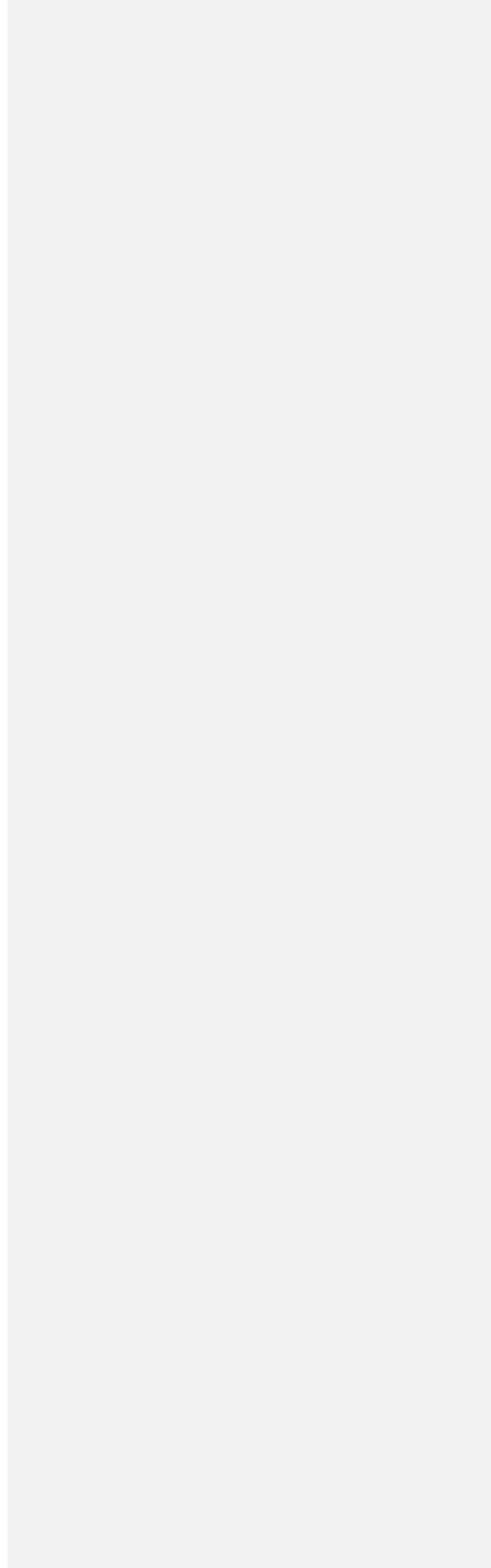
# CONSTITUTION

Edition	Date Approved
1	19 July 2002
2	8 October 2015
3	24 September 2018

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PROPOSED AMENDMENTS

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## **1. NAME**

This association shall be known as the Muslim Converts' Association of Singapore.

## **2. PLACE OF BUSINESS**

Its place of business shall be at 32 Onan Road, The Galaxy, Singapore 424484 or such other address as may be subsequently be decided upon by the ~~Committee~~ Council and approved by the Registrar of Societies.

## **3. OBJECTS**

The objects of the Association are:

- a) to provide religious guidance and to render assistance to members as may be necessary.
- b) to organise religious, literary and/or recreational activities, and to publish Islamic articles and/or literature.
- c) to participate and provide welfare services for the community where necessary.
- d) to represent the interests of all Muslim converts residing in Singapore.

## 4. MEMBERSHIP

a) Ordinary Membership or Life Membership

Any Muslim residing in Singapore may apply for Ordinary and/or Life Membership in the Association subject to the terms of this Constitution. Life or Ordinary Membership shall entitle the member to vote at any General Meeting and to hold office in the Council.

b) Associate Membership

Any person residing in Singapore may apply for Associate Membership in the Association subject to the terms of the Constitution. Associate members shall not be entitled to vote at any General Meeting and shall not hold office in the Council.

c) Student Membership

Student membership shall be open to all full time students studying in Singapore. Student members may not hold office in the Council of the Association, and they have no voting rights at the General Meeting.

d) Application for membership shall be made in the prescribed forms and be forwarded to the Vice-President, Corporate Affairs or any other person appointed by the Council to receive them.

e) Every application for membership or renewal of membership shall be subject to the approval of the ~~Executive Committee~~ **Council** and payment of the

membership fee as prescribed by the ~~Executive Committee~~ **Council**.

- f) Muslim converts shall comprise at least two-thirds of the Ordinary and/or Life membership.
- g) Membership shall be terminated only in accordance with the terms of this Constitution.
- h) Membership shall lapse at end of each calendar year unless renewed by the 15<sup>th</sup> February of the following year, failing which the member concerned shall automatically cease to be a member.

## 5. FEES AND OTHER DUES

The members may, at the general meetings or extraordinary general meetings of the Association, prescribe such monthly or other subscriptions on such terms, as they deem fit, as well as to delegate in whole or in part, such power to the Council ~~or the Executive Committee~~.

## 6. MANAGEMENT AND ORGANISATION

- a) i) The management and control of the affairs of the Association shall be vested in the Council. ~~comprising not more than 27 committee members.~~ **The majority of Council members shall comprise of Singapore citizens.**
- ii) **The Council shall consist of 17 Ordinary and/or Life members elected at a General Meeting.**

iii) The Council shall have the power to co-opt any Ordinary and/or Life members to fill any vacancy in the Council which may occur during its term.

Commented [NS1]: Amended from original Para 6 (a) (vii).

iv) The Council shall have the power to appoint any not more than 4 Ordinary and/or Life members to serve in the Council, in addition to the 17 members already elected at the General Meeting, provided that the number of the members so appointed shall be limited to 3, and that the tenure of office of such members shall be the same as that of the other officers or members of the Council.

v) A President, who must be a Muslim Convert, shall be elected by the Council from amongst its members within 24 hours of the Council's election.

vi) The President shall appoint, subject to the approval of Council, not more than 7 Council members and not less than 3 Council members as office bearers.

vii) The Council shall be elected for a term of two years at an Annual General Meeting of the Muslim Converts' Association of Singapore. All members of the Council shall be eligible for re-election except that the positions of Vice-President, Finance and the Assistant Vice-President, Finance shall not be held by the same persons for two consecutive terms. Re-appointment for the Vice-President, Finance and the Assistant Vice-



President, Finance positions maybe considered after a minimum lapse of one term of two years.

- viii) All Any Ordinary members and/or Life member residing in Singapore is eligible to stand for election and to hold office in the Council, provided always that majority of the Council shall be comprised of Converts.
- ix) ~~The Council shall invite the President, Majlis Ugama Islam Singapura or his representative to serve on the Council.~~
- x) ~~The Council shall have the power to co-opt any ordinary members to fill any vacancy in the Council which may occur during its term~~
- xi) The Council shall may invite Mufti to be an advisor to the Association in matters concerning Islam and Islamic theological issues.
- xii) ~~The Annual General Meeting shall be held within three months of the close of the financial year which ends on the 31<sup>st</sup> December.~~
- xiii) The Council shall have the power to purchase, to take lease, acquire or otherwise sell or dispose interest in any real or personal estate or property which may be deemed necessary or convenient for any purpose of the Association subject to 8.1(d)(iv).
- xiv) The Council shall have the power to mortgage, pledge as security, grant Power of Attorney on any

Commented [NS2]:

Commented [NS3R2]: Amendment as per Consultant's advise based on COC's requirement

Commented [SI4R2]: As per COC's recommendations.

Commented [NS5]: Moved to Para 6(a)(iii)

Commented [NS6]: Moved to Para 8.1(a)

- immovable, or movable property of the Association for loans or credit facilities which may be deemed necessary or convenient for any purpose of the Association **subject to 8.1(d)(iv)**.
- xv) The Council shall have the power to let out ~~such~~ **the Association's premises properties, in full or part**, ~~or part of such belonging to us under the power and control of the Association as the Council shall consider~~ **s** expedient or necessary.
- xvi) The Council shall have the power, with the written approval of Registrar of Societies to form the Association Branches and shall appoint the Council to exercise, control and regulate the running of the Association Branches as it deems fit.
- xvii) The Branches shall be regulated by the "Branches' Rules" as prepared and approved by the Council. Any amendments to the Branches' Rules shall only be made by the Council.
- xviii) The Council shall have the power to suspend and/or dissolve any branch which indulges in any activity in contravention of the aims and objects of the Association and/or the Constitution.
- xix) Any changes to the Council shall be notified to the Registrar of Societies and the Commissioner of Charities within two (2) weeks of the change.
- xx) **The Council shall have the power to terminate the appointment of any office bearer by a vote of no confidence, through a majority vote at a Council**

meeting, especially if it is proved that he/she has been negligent in his/her duty. Such an office bearer may still remain as a Council member of the Association.

**Commented [NS7]:** Amended from original Para 6(b)(iii) & Para 11(e)

xxi) ~~The Executive Committee~~ **Council** may appoint subcommittees and may delegate to such subcommittees its duties and power.

**Commented [NS8]:** Amended from original Para 6(b)(iv)

xxii) Whenever a member of the Council ~~or Executive Committee~~ is has in any way, directly or indirectly, has an interest in a transaction or project or other matter to be discussed at a meeting, the member shall disclose the nature of the interest before the discussion on the matter begins.

**Commented [NS9]:** Amended from original Para 6(c)(i)

xxiii) The member concerned should not participate in the discussion or vote on the matter and should also offer to withdraw from the meeting and the Council shall decide if this should be accepted.

**Commented [NS10]:** From original Para 6(c)(ii)

#### ~~b) The Executive Committee~~

~~i) The President shall appoint the members of the Executive Committee from amongst the Council members, subject to the confirmation of the Council. The President shall have the authority to reshuffle, dismiss or re-appoint members of the Executive Committee during their term of office, subject to the confirmation of the Council.~~

~~ii) The Executive Committee shall comprise:-~~

- a) ~~President, who must be a Muslim Convert~~
  - b) ~~Deputy President~~
  - e) ~~3 Vice Presidents~~
  - d) ~~3 Assistant Vice Presidents~~
  - e) ~~Vice President, Corporate Affairs~~
  - f) ~~Assistant Vice President, Corporate Affairs~~
  - g) ~~Vice President, Finance~~
  - h) ~~Assistant Vice President, Finance~~
- iii) ~~The Council shall have the power to terminate the appointment of any member of the Executive Committee by a vote of no confidence.~~
- iv) ~~The Executive Committee may appoint subcommittees and may delegate to such subcommittee its duties and power.~~
- v) ~~The duty of the Executive Committee is to organise and to supervise the daily activities of the Association and to make decisions on matters affecting its day to day running.~~
- vi) ~~Any changes to the Executive Committee shall be notified to the Commissioner of Charities within two (2) weeks of the change.~~
- c) i) ~~Whenever a member of the Council or Executive Committee is in any way, directly or indirectly, has an interest in a transaction or project or other matter to be discussed at a meeting, the member shall disclose the nature of his interest before the discussion on the matter begins.~~

**Commented [NS11]:** Moved to Para 6(a)(xx)

**Commented [NS12]:** Moved to Para 6(a)(xxi)

**Commented [NS13]:** Moved to Para 6(a)(xxii)

- ii) ~~The member concerned should not participate in the discussion or vote on the matter, and should also offer to withdraw from the meeting and the Council shall decide if this should be accepted.~~

Commented [NS14]: Moved to Para 6(a) (xxiii)

## 7. **DUTIES OF OFFICE-BEARERS** **THE PRESIDENT, VICE-PRESIDENT (CORPORATE AFFAIRS), VICE-PRESIDENT (FINANCE) AND ASSISTANT VICE-PRESIDENT (FINANCE)**

- a) The President shall chair all Council meetings ~~and meetings of the Executive Committee~~ and shall be responsible for the proper conduct of business therein. ~~Each Council member shall have one vote and in the event of a tie,~~ the President shall have a casting vote. ~~and All minutes of Council such meetings,~~ shall be signed by him after they have been approved in the manner prescribed.
- b) The Deputy President ~~or~~ **The Council shall elect among themselves, a Council member to** ~~shall~~ conduct and manage the function of the President in the incapacity of the President.
- c) ~~The Vice Presidents shall conduct and manage the functions assigned to them.~~
- d) ~~Each Assistant Vice President shall assist his respective Vice President in every aspect of his duties and shall, in his incapacity, act for him in the performance of his duties.~~
- e) **The Vice-President, Corporate Affairs shall:-**

Commented [NS15]: Amended as per Consultant's advise based on COC's requirement

- i) conduct the business and manage the affairs of the Association entrusted to him.
- ii) keep correctly the register of members and all papers, records, except financial, of the Association.
- iii) attend all Annual General meetings **and** Council meetings, ~~and Executive Committee meetings,~~ and record the minutes thereof.
- iv) represent the Association or cause the Association to be represented in negotiations **s** and generally all matters affecting the Association.
- v) be responsible to arrange for the preparation of the Annual Report for submission to the Council for approval.
- vi) be responsible for the convening of all General Meetings **and** Council meetings. ~~and meetings of the Executive Committee.~~

~~f) The Assistant Vice President, Corporate Affairs shall assist the Vice President, Corporate Affairs in every aspect of his duties and shall, in his incapacity, act for him in the performance of his duties.~~

**g) The Vice-President, Finance shall:-**

- i) present a statement of income and expenditure of the Association ~~every month to the Executive Committee~~ **at Council meetings.** ~~and quarterly to~~

~~the Council.~~ In addition he shall also present a year-end financial report to the Council.

- ii) be responsible for the safe keeping of monies belonging to the Association.
- iii) cause every official receipt of the Association to be issued for every payment of donation received while a payment voucher, in respect of donation received while a payment voucher, in respect of every expenditure, shall be approved by the President and the Vice-President, Corporate Affairs or their respective assistants in their absence, and
- iv) the Vice-President, Finance shall expend up to S\$5,000.00 per month for petty expenses on behalf of the Association and will not keep more than S\$1,000.00 in the form of petty cash float. Money in excess of this will be deposited in a bank to be named by **the Council** ~~Executive Committee~~. Cheques for withdrawal from the bank will be signed by the President or Vice-President, Corporate Affairs in addition to the Vice-President, Finance.
- h) The Assistant Vice-President, Finance shall assist the Vice-President, Finance in every aspect of his duties and shall act for the Vice-President, Finance during the Vice-President, Finance's absence. When so acting, he shall exercise all the powers vested in the Vice-President, Finance.

## 8. MEETINGS

### 8.1 Annual General Meetings

- a) The Annual General Meeting shall be held within three months of the close of the financial year ending which ends on the 31<sup>st</sup> December.
- b) All Annual General Meetings shall be chaired by an Ordinary and/or Life member of Council who had not served in the Executive Committee at any time since the last Annual General Meeting. Such Chairperson shall be appointed by the Council by a majority vote.
- c) The Vice-President, Corporate Affairs shall give written notice to all members not less than 6 weeks before the date of the Annual General Meeting. Matters to be included in the agenda of the Annual General Meeting including proposals for Constitution amendments, shall be communicated in writing to the Vice-President, Corporate Affairs at least four weeks preceding the date of the Annual General Meeting.
- d) Annual General Meetings shall be held for:-
  - i) presentation of annual reports on progress and financial situation of the Association.
  - ii) election of the Council on every 2 years, and
  - iii) transaction of matters relating to the Association on the agenda.

**Commented [NS16]:** Amended from original Para 6 (a) (ix)



iv) In particular, at the biannual Annual General Meeting whereby the Council is elected to grant the new elected Council powers, or at an Extra-Ordinary General Meeting, as set out in 6(a)(xiii) and 6(a)(xiv).

- e) At all Annual General Meetings at least one-quarter or seventy-five of the Ordinary and/or Life members whichever is the lesser shall form a quorum. In the event of insufficient quorum the Annual General Meeting shall be adjourned for half-hour, and should the number of those present still fail to form a quorum, those present shall be considered a quorum but they shall have no power to amend the constitution.
- f) Any motion at any General Meeting shall be decided by the simple majority of votes of Ordinary and/or Life members.
- g) No amendment to this constitution shall be made except at a General Meeting and with the consent of two thirds (2/3) of the voting members present at the General Meeting, and they shall not come in force without prior sanction of the Registrar of Societies and Commissioner of Charities.
- h) An ordinary or life member of the Association may authorize, in writing, another ordinary member or life member of the Association to vote by proxy at an Annual General Meeting, and such a written authorization shall be deemed to be valid only for that single Annual General Meeting event. A written proxy shall also be counted for the establishment of a quorum at that Annual General Meeting. No ordinary or life

member of the Association shall hold more than one proxy at an Annual General Meeting.

## 8.2 Extra-Ordinary General Meeting

- a) The Council may when they consider necessary or advisable and shall on the written requisition of not less than 20 members who are entitled to vote call an Extra-Ordinary General Meeting. The meeting must be held within 30 days of receipt of petition.
- b) The written petition provided for in this article shall be delivered to the Vice-President, Corporate Affairs and shall state the matter(s) for the agenda of the Extra-Ordinary General Meeting. The Vice-President, Corporate Affairs shall give written notice to all members at least 14 days prior to the date of the Extra-Ordinary General Meeting.
- c) The Extra-Ordinary General Meeting shall deal with such matters only as referred to in the preceding sub-clause and no other matters.
- d) At all Extra-Ordinary General Meeting, at least one-quarter or one hundred (100) of the Ordinary members and or Life members whichever is the lesser shall form a quorum. In the event of insufficient quorum **at an** the Extra-Ordinary General Meeting, **it** shall be adjourned for half an hour, and should the number of those present still fail to form a quorum, those present shall be considered a quorum but they shall have no power to amend the constitution.

### 8.3 Council Meetings

- a) A Council meeting will be held at least once in ~~three~~ **two** months after seven days' notice to the Council members has been given. ~~The President may call a meeting at any time by giving four days' notice.~~ At least one half of the Council members must be present for its proceedings to be valid. In the event of insufficient quorum, the meeting shall be adjourned **to** a future date, and if there is still no quorum the members present shall proceed with the meeting.
- b) The President may call for a Council meeting at any time by giving four day's written notice to all Council members.
- c) The Vice-President, Corporate Affairs shall call for an emergency Council meeting, giving one weeks' notice, upon receipt of a written petition of at least five Council members.
- d) Any question at the Council meeting shall be decided by a majority of votes and if the votes are equal the President shall have a casting vote.
- e) The minutes of each Council meeting shall be recorded and certified correct by the Vice-President, Corporate Affairs and a copy thereof shall be sent to every member of the Council as soon as possible.
- f) A Council member who is absent for 3 consecutive meetings shall lose his/her position in the Council.

Commented [NS17]: From Para 8.3 (g)

- ~~g) The Vice President, Corporate Affairs shall call for an emergency Council meeting, giving one weeks' notice, upon receipt of a written petition of at least five Council members.~~

Commented [NS18]: Moved to Para 8.3 ( c )

#### ~~8.4 Executive Committee Meetings~~

- ~~a) An Executive Committee meeting will be held at least once a month after seven days notice to the committee members has been given. The President may call a meeting at any time giving four days notice. At least one half of the committee members must be present for its proceedings to be valid. In the event of insufficient quorum the meeting shall be adjourned to a future date and if there is still no quorum the members present shall proceed with the meeting.~~
- ~~b) Any question at the Executive Committee meeting shall be decided by a majority of votes and if the votes are equal the President shall have a casting vote.~~
- ~~c) An Executive Committee member who is absent from 3 consecutive meetings shall lose his/her position in the Executive Committee by a majority vote of Council members present at the Council meeting in which the motion shall be raised.~~
- ~~d) The minutes of each Executive Committee meeting shall be recorded, and certified correct by the Vice-President, Corporate Affairs and a copy thereof shall be sent to every member of the Committee as soon as possible.~~

## **9 ALTERNATIVE ARRANGEMENTS FOR MEETINGS**

9.1 The Association may convene, hold, conduct, or defer a meeting, whether wholly or partly, by electronic means, as an alternative arrangement.

9.2 The alternative arrangements for the convening, holding, conducting or deferral of a meeting are set out in the Standard Operating Procedures for Electronic (Virtual) Meetings which shall be approved by the members.

## **10 FINANCIAL MATTERS**

### **10.1 Banking**

- a) The Association shall open or cause to be opened in an approved bank such banking accounts in the name of the Association.
- b) The President ~~or Deputy President~~ or Vice-President, Corporate Affairs in addition to the Vice-President, Finance or Assistant Vice-President, Finance shall be co-signatories of the Association's banking account.

### **10.2 Expenditure**

- a) The funds may only be expended in furtherance and running of the Association. No expenditure exceeding S\$500.00 for any one item will be incurred without prior sanction of the ~~Executive Committee~~ Council.

### **10.3 Account Books**

- a) The account books shall be open for inspection by any member and to a credited person or persons, who has or have an interest in the funds of the Association, provided that seven clear days' notice in writing of such inspection shall be given to the Vice-President, Finance.

#### 10.4 Audit Committee

- a) The Council shall appoint an Audit Committee, which is a Special Committee consisting of no less than 3 persons, who are not current office bearers in the Council. The Audit Committee shall be headed by an independent person who is not a Council member. Council members can be in the Audit Committee but shall not form its majority. ~~The Audit Committee shall not include any of the currently serving Executive Committee members.~~ The Audit Committee shall report its findings to the Council. The duration of office of the Audit Committee shall be a term of two years, coinciding with the term of office of the Council that appoints ~~had appointed~~ it.

### 11 SUBCOMMITTEES

- a) The ~~Executive Committee~~ Council shall at its discretion form or dissolve subcommittees.
- b) The powers and duties of the subcommittee shall be decided by the ~~Executive Committees~~ Council.

- c) The Chairman of each subcommittee shall be appointed by the ~~Executive Committee~~ **Council** at its discretion.
- d) Subcommittees are directly responsible to the ~~Executive Committee~~ **Council** and shall not contravene any of the policies of the Association.
- e) Subcommittees shall not raise funds or collect donations without prior approval of the ~~Executive Committee~~ **Council**.
- f) All funds raised or donations collected by subcommittees shall be paid to the Vice-President, Finance within seven days of their receipts.

## 12 DISCIPLINARY ACTIONS

- a) **Disciplinary action may be taken by the ~~Executive Committee~~ **Council** against any member on the following grounds:-**
  - i) acting in any manner which in the opinion of the ~~Executive Committee~~ **Council** may discredit the Association.
  - ii) causing dissension amongst members.
  - iii) acting against the teachings of Islam.
  - iv) spreading misconceptions against Islam maliciously or irresponsibly.

- v) being convicted of any offence punishable with imprisonment of 2 years or more or with fine of S\$2,000.00 or more.
- b) **Disciplinary action may take one or more of the following terms forms:-**
- i) reprimand of the member.
  - ii) suspension of membership or any privilege for any period as the ~~Executive Committee~~ **Council** deems fit.
  - iii) termination of membership.
  - iv) disqualification from applying for membership for any period as the ~~Executive Committee~~ **Council** deems fit.
- c) Any member against whom disciplinary action has been taken may appeal to the Council against such action by giving written notice of the grounds of his/her appeal to the Vice-President, Corporate Affairs within one month from the date of being informed of such action.
- d) **Any** member whose membership is terminated shall not participate in any of the Association's activities or **programmes**. ~~use any of the facilities provided by the Association.~~
- e) ~~If any Executive Committee member is proved to be negligent in his duty, such Executive committee member may be expelled from his post by a majority vote in a Council meeting. However, such Executive~~



~~Committee member may still remain as Council member of the Association.~~

**Commented [NS19]:** Already incorporated in Para 6(a)(xx)

### **13 PROHIBITION**

- a) The Association shall not indulge in any political activity whatsoever or allow its fund and/or premises to be used for political purposes.
- b) The facilities of the Association shall not be used for the purpose prejudicial to the teachings of Islam.
- c) Gambling of any kind and the playing of paikow or mahjong whether for stakes or not is forbidden on the Association's premises. The introduction of materials for gambling or drug-taking and of bad characters into the premises is prohibited.
- d) The funds of the Association shall not be used to pay the fines of members who have been convicted in Court.
- e) The Association shall not attempt to restrict or in any other manner interfere with trade or prices or engage in any trade Union activity as defined in any written law relating to trade unions for the time being in force in Singapore.
- f) The Association shall not hold any lottery whether confined to its members or not in the name of the Association or its office bearers, Council or members.

## 14 COMPLAINTS AND SUGGESTIONS

- a) Complaints and suggestions by members on any matters in respect of the activities or facilities of the Association shall be put in writing duly signed by the members concerned and submitted to the Vice-President, Corporate Affairs.
- b) The Vice-President, Corporate Affairs shall place such complaints and/or suggestions before the ~~Executive Committee~~ **Council** at its next meeting for consideration. All letters of complaints and/or suggestion shall be replied by letter to the member concerned.

## 15 TRUSTEES

- a) If the Association at any time acquires any immovable property, such property shall be vested in Trustees subject to a declaration of trust. Any trustee may at any time resign his trusteeship. If a trustee dies or becomes a lunatic or becomes of unsound mind or moves permanently or is absent from the Republic of Singapore for a period of one year or more, he shall be deemed to have resigned his trusteeship. If a trustee is guilty of misconduct of such a kind as to render it undesirable that he continue as a trustee, a General Meeting may remove him from his trusteeship. Vacancies in the trusteeship may be filled at a General Meeting but the number shall not be greater than five or less than two. Notice of any proposal to remove a trustee from his trusteeship or to appoint a new trustee to fill a vacancy must be given by affixing in the

premises of the Association a document containing such proposal at least two weeks before to be discussed before the General Meeting. The result of such meeting shall then be notified to the Registrar of Societies and the Commissioner of Charities.

- b) The trustees of the Association shall not effect any sale or mortgage of property without the prior approval of the ~~General Meeting of members~~ Council, which has been granted the relevant powers at the Annual General Meeting by the members pursuant to 8.1(d)(iv).
- c) The address of each immovable property, name of each trustee and any subsequent change must be notified to the Registrar of Societies and Commissioner of Charities.
- d) The maximum age limit for the Trustees shall be 75 years old.

## 16 BYE-LAWS

The Council may make such Bye-Laws as it considers necessary or expedient for giving full effect to the provisions and purposes of this Constitution and for the due administration thereof. A copy of such Bye-Laws shall be forwarded to the Commissioner of Charities.

## 17 INTERPRETATIONS

In the event of any question or matter arising out of any point which is not expressly provided for in the constitution and Bye-Laws, the Council shall have the power to use their own discretion.

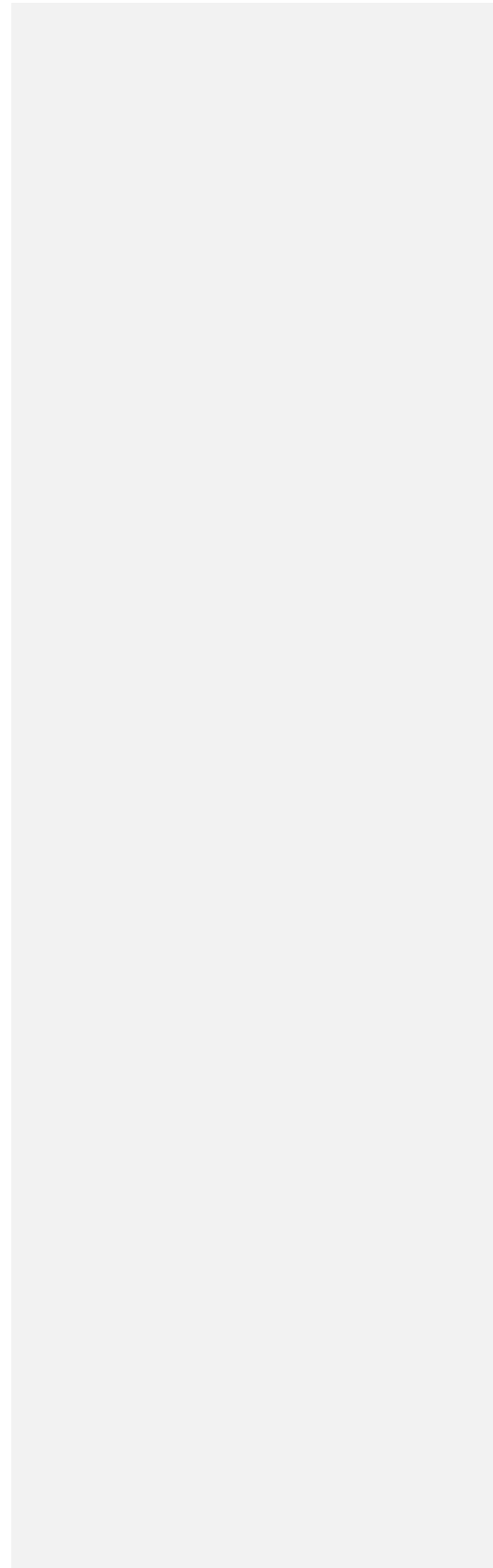
## 18 DISSOLUTIONS

- a) The Association shall not be dissolved, except with the consent of not less than three-fifths of the Ordinary and/or Life members for the time-being resident in Singapore, expressed either in person or by proxy at a General Meeting convened for the purpose.
- b) In the event of the Association being dissolved as provided above, **or in the event the Association ceases to be a registered charity under the Charities Act**, all debts and liabilities legally incurred on behalf of the Association shall be fully discharged, and the remaining funds shall be donated to any Muslim charitable organisation(s) **with similar objectives** which is/are registered under the Charities Act (~~cap 37~~) as decided at the General Meeting.
- c) A certificate of Dissolution shall be given within seven days of the dissolution to the Registrar of Societies and the Commissioner of Charities.

**Commented [NS20]:** COC recommended the revised text highlighted in yellow

PROPOSED AMENDMENTS

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PROPOSED AMENDMENTS

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## STANDARD OPERATING PROCEDURES FOR ELECTRONIC (VIRTUAL) MEETINGS

### ALTERNATIVE ARRANGEMENTS FOR GENERAL MEETINGS AND COUNCIL MEETINGS OF MUSLIM CONVERTS ASSOCIATION OF SINGAPORE

<i>First Column</i>	<i>Second Column</i>
<i>Provision or rules of the Association</i>	<i>Alternative arrangement</i>
1. Provision for convening, holding, conducting or deferral of a general meeting or Council meeting of the Association.	A general meeting or Council meeting of the Association may be convened, held, conducted, or deferred, whether wholly or partly, by electronic means.
2. Provision for attendance at a general meeting or Council meeting of the Association.	<p>The Association may provide that a member may only attend a general meeting of the Association by observing and listening to the proceedings of the meeting by electronic means if access to both an audio broadcast and audio-visual broadcast is provided to the member.</p> <p>A member of the Council may attend a Council meeting of the Association by electronic means.</p>
3. Provision for right or entitlement to be heard or to require representations to be read out at a general meeting of the Association.	<p>The Association may provide that a member may only be heard at a meeting by electronic means in the manner provided in item 4.</p> <p>A representation may be read out at a meeting by electronic means.</p>

<p>4. Provision for right or entitlement to speak on a resolution at a general meeting of the Association.</p>	<p>The Association may require a member, before the meeting, to send to the chairman of the meeting, by post or electronic mail, the matters which the member wishes to raise at the meeting, and each such matter, if substantial and relevant and sent within a reasonable time before the meeting, is to be responded to at or before the meeting by electronic means.</p> <p>In addition to (but not in place of) post and electronic mail, the Association may also provide for a member, before the meeting, to send to the chairman of the meeting the matters which the member wishes to raise at the meeting by such other electronic means as the Association considers appropriate, and each such matter, if substantial and relevant and sent within a reasonable time before the meeting, is to be responded to at or before the meeting by electronic means.</p> <p>To avoid doubt, in addition to (but not in place of) post and electronic mail, the Association may provide for any matter to be raised by a member at a meeting and for the matter to be responded to at the meeting through real-time electronic communication such as video conferencing, teleconferencing or live chat.</p>
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<p>5. Provision for quorum at a general meeting or a Council meeting of the Association.</p>	<p>A member is deemed to be present at a general meeting of the Association if the member has appointed the chairman of the meeting as the member's proxy to attend, speak and vote at the meeting, and the relevant quorum requirements are to be determined by the voting instructions and proxies submitted by the members prior to the commencement of the meeting.</p> <p>A member is electronically present at a general meeting of the Association or a Council meeting if the member:</p> <ul style="list-style-type: none"><li>(a) attends the meeting in the manner provided in item 2;</li><li>(b) is verified by the Vice-President (CA) of the Association, or a person appointed by the Council of the Association, as attending the meeting in the manner provided in item 2; and</li><li>(c) is acknowledged by electronic means by the chairman of the meeting as present at the meeting.</li></ul>
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6. Provision for a member to vote at a general meeting of the Association.

The Association may require a member to appoint the chairman of the meeting as the member's proxy to vote at a general meeting of the Association by depositing an instrument of appointment by post, or by electronic mail to an electronic mail address stated in the notice of the meeting.

In addition to (but not in place of) post and electronic mail, the Association may provide for a member to appoint the chairman of the meeting as the member's proxy to vote at the meeting by depositing with the registered society an instrument of appointment by such other electronic means as the Association considers appropriate. A member may not vote at the meeting otherwise than by way of appointing the chairman of the meeting as the member's proxy.

Where a proxy is delivered by a member to the Association:

- (a) The Association may treat the instrument of appointment appointing a person other than the chairman of the meeting as the member's proxy to vote at the meeting as an instrument of appointment appointing the chairman as the member's proxy to vote at the meeting, if —
  - (i) the member indicated how the member wished to vote on each resolution; and
  - (ii) the member has been given an opportunity to withdraw the appointment and has not withdrawn the appointment; and
- (b) The Association may treat the instrument of appointment

	<p>appointing a person other than the chairman of the meeting as the member's proxy to vote at an adjourned or postponed meeting as an instrument of appointment appointing the chairman as the member's proxy to vote at the meeting, if —</p> <ul style="list-style-type: none"><li>(i) the resolutions proposed at the adjourned or postponed meeting are the same as the resolutions to be proposed at the meeting;</li><li>(ii) the member indicated how the member wished to vote on each such resolution; and</li><li>(iii) the member has been given an opportunity to withdraw the appointment and has not withdrawn the appointment.</li></ul>
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6A. Provision for a member to vote at a general meeting of the Association.

The Association may provide for a member to appoint the chairman of the meeting as the member's proxy to vote at a general meeting of the Association by depositing with the Association an instrument of appointment by post, or by electronic mail to an electronic mail address stated in the notice of the meeting.

In addition to (but not in place of) providing for a member to appoint the chairman of the meeting as the member's proxy to vote at the meeting by depositing with the Association an instrument of appointment by post, or by electronic mail to an electronic mail address, a registered society may also provide for either or both of the following:

- (a) provide for the member to appoint the chairman of the meeting as the member's proxy to vote at the meeting by depositing with the registered society an instrument of

	<p>appointment by such other electronic means as the Association considers appropriate;</p> <p>(b) provide for the member —</p> <p>(i) to vote at the meeting by electronic means through an electronic voting system; and (where the written law or legal instrument relating to the meeting also provides for the appointment of any person as the member's proxy to vote at the meeting) to appoint any person (other than the chairman) as the member's proxy to vote at the meeting by electronic means through an electronic voting system, by depositing with the Association an instrument of appointment appointing a proxy and any other supporting documents by post or by electronic mail to an electronic mail address stated in the notice of the meeting; and,</p> <p>In addition to (but not in place of) post and electronic mail, by such other electronic means as the registered society considers appropriate.</p> <p>However, voting at a general meeting by electronic means through an electronic voting system may be used only if the following are satisfied:</p> <p>(a) the electronic voting system that is used accurately counts all votes cast at the meeting;</p> <p>(b) the electronic voting system that is used is capable of providing</p>
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	<p>records from which the operation of the electronic voting system may be audited and for verification of the accuracy of the recording and counting of votes;</p> <p>(c) each vote that is cast is verified by the Association as cast by the member (or the member’s proxy) entitled to vote;</p> <p>(d) the chairman of the meeting must, during the meeting, declare, by electronic means, the result of any matter put to a vote at the meeting.</p>
<p>6B. Provision for a Council member to vote at a Council meeting of the Association.</p>	<p>A Council member of the Association may vote at a Council meeting by electronic means.</p>
<p>7. Provision for laying and production of documents at a general meeting of the Association or a Council meeting of the Association.</p>	<p>A document required to be laid or produced before a general meeting of the Association may be so laid or produced by being —</p> <p>(a) sent or published in the manner provided in item 8 with the notice of the meeting; or</p> <p>(b) published at an online location, the address of which is provided with the notice of the meeting, or on the website of the Association.</p> <p>A document required to be laid or produced before a Council meeting of the Association may be so laid or produced by being sent in the manner provided in item 8 with the notice of the meeting.</p>

<p>8. Provision for giving notice of a general meeting of the Association or a Council meeting of the Association.</p>	<p>A notice of a general meeting of the Association or a Council meeting of the Association —</p> <ul style="list-style-type: none"> <li>(a) in the case of a general meeting of the Association, must be sent by electronic mail to each member who has notified the Association of his or her electronic mail address;</li> <li>(b) in the case of a general meeting of the Association, must be published on the website of the Association (if available);</li> <li>(c) in the case of a Council meeting of the Association, must be sent by electronic mail to all the Council members to the electronic mail address of each Council member notified by the Council member to the Association;</li> <li>(d) must describe the means by which the meeting can be electronically accessed (including the online location, if the meeting is held at an online location);</li> <li>(e) in the case of a general meeting of the Association, must set out how the chairman of the meeting may be appointed by a member entitled to vote at the meeting as the member's proxy to vote at the meeting;</li> <li>(f) in the case of a general meeting of the Association, if voting by electronic means through an electronic voting system is to be used, must set out — <ul style="list-style-type: none"> <li>(i) how a member entitled to vote at the meeting may vote by electronic means through the electronic voting system; and</li> <li>(ii) (where applicable) how a</li> </ul> </li> </ul>
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	<p>member entitled to vote at the meeting may appoint any person (other than the chairman) as the member's proxy to vote at the meeting by electronic means through the electronic voting system and how the member's proxy may vote at the meeting by electronic means through the electronic voting system;</p> <p>(g) in the case of a general meeting of the Association, must state how a member may send to the chairman of the meeting the substantial and relevant matters which the member wishes to raise; and</p> <p>(h) may be accompanied by any other relevant documents relevant to the meeting.</p>
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