



SINGAPORE
ACTUARIAL
SOCIETY

Constitution Change (2024 Round)



Extraordinary General Meeting

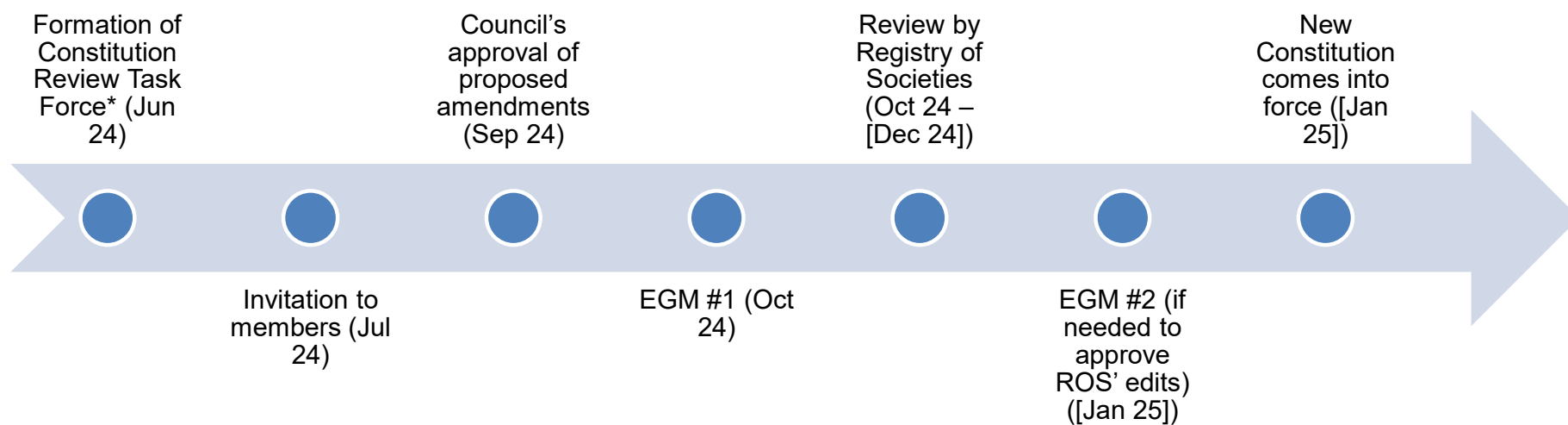
8 October 2024



Why Change the Constitution?

- Align to member's expectation of SAS discovered during 2023 Townhall
- Support implementation of strategic plan
- Improve governance standards and alignment to norms in Singapore
- Improve resilience of SAS under different scenarios that may come up in its operations

Timeline



* Constitution Review Task Force comprise of Chi Cheng Hock, Lee Fook Chiew and Alex Lee

Items for Approval at this EGM

1. Approval of Proposed Constitution Change
 - a) Approval to Update SAS' Objectives
 - b) Approval of Changes Related to Honorary Membership
 - c) Approval to Expand the Scope of Student Member Class
 - d) Approval of Changes Related to Honorary Auditor and External Auditor
 - e) Approval of Changes to Treatment of Contested and Uncontested Elections at General Meetings
 - f) Approval of Other Changes to Election Rules at General Meetings
 - g) Approval to Reduce the Size of Council
 - h) Approval to Impose Term Limit on President
 - i) Approval of Changes Related to Other Council-related Rules
 - j) Approval of Other Miscellaneous Changes to Constitution
2. Approval of Delegation of Power to Council to Appoint External Auditor
3. Approval of Procedure to Handle Changes to Constitution Proposed by Registry of Societies

Each item requires separate approvals by Voting Members at this EGM.

1a) Approval to Update SAS' Objectives

The objectives of the Society are to:

1. Set and uphold high professional standards among Members
2. Further the professional development of Members
3. Serve the public interest by promoting the study, discussion, publication and research into the application of actuarial, economic, financial and statistical principles to practical problems related to insurance, retirement benefits, finance and investment, risk management and other fields where such principles can be applied, with particular reference to Singapore and the ASEAN region
4. Assist Members during actuarial studies
5. Foster and encourage social relationship among the Members
6. Increase public awareness of the actuarial profession and enhance the reputation of the profession
7. Represent the actuarial profession in Singapore
8. Engage governments, regulators and industry bodies in Singapore or elsewhere in matters that the Members may have an interest

Proposed
Additions

Reference to Constitution:

Article 3

1b) Approval of Changes Related to Honorary Membership (1)

- Current criteria and tenure
 - Benefits to the Society would be realised through Membership
 - Does not qualify for Fellow, Associate, Ordinary or Student Class
 - Other criteria considered shall be academics, position in company, influence in the industry, etc.
 - Such Membership shall lapse at the end of the year and shall be renewed upon Council decision.
 - Rights: Nil
 - Responsibilities: Update SAS on any change in personal data

Reference to Constitution:

- Amended Article 5.2(b), (d), (e) and (f).
- Amended "Class Eligibility" for Honorary Members in Article 5.2
- Amended Article 5.3 on transfers into Honorary Member class
- Amended Article 5.5 on rights of Honorary Members.
- Amended Article 6.1 (#12) on GM agenda
- Amended Article 6.2 on what needs 75% majority
- Amended Article 7.3.5

1b) Approval of Changes Related to Honorary Membership (2)

7

- Proposed treatment
 - Can be awarded both to actuaries and non-actuaries
 - Eligibility criteria:
 - Assessed by Council to have achieved distinction in related fields or given significant service to the actuarial profession
 - Assessed by Council that conferment of Honorary Membership will be beneficial to the Society
 - Need to obtain approval by a 75% majority of Votes at a General Meeting, provided that the quorum is met
 - Rules apply to both newly conferred Honorary Member, and also conversion of any existing members to Honorary Member
 - Automatically renewed unless terminated by Council if Council deems that the Honorary Member no longer meet the eligibility criteria.

1b) Approval of Changes Related to Honorary Membership (3)

- Proposed treatment (cont')
 - Rights:
 - Aligned to that of Voting Members
 - IFOA treats Honorary Fellows the same way
 - Use the Honorary Member title
 - For those transferred into Honorary Membership: Retains rights before transfer, including using the title of FSAS if the member has been FSAS before conferment of Honorary Membership
 - Responsibilities:
 - Update SAS on any change in personal data
 - For those transferred into Honorary Membership: Retains responsibilities before transfer, except payment of fees
 - i.e. CPD requirements and Code still applies to Honorary Member who has been FSAS. CPD and Code do not apply to a non-actuary conferred Honorary Membership.

1c) Approval to Expand the Scope of Student Member Class

- Current criteria
 - Full-time undergraduate or graduate student
 - Does not qualify for Fellow or Associate Class
- Proposed criteria
 - **Full-time student in a pre-university or tertiary education institution programme**
 - Does not qualify for Fellow or Associate Class
- Rationale: In the spirit of expanding the pipeline, and give that SAS' ECC does go to polytechnics and JCs to promote actuarial studies, the student class is expanded to support conversion of "warm leads".

Reference to Constitution:

- Amended "Class Eligibility" for Student Members in Article 5.2
- Consequential amendment to Article 5.3 on class transfer rules

1d) Approval of Changes Related to Honorary Auditor and External Auditor

10

- Rationale:
 - Registry of Societies requires External Auditors to be appointed at AGM when gross income, expenditure or surplus exceeds \$500k. SAS has crossed this threshold and expected to continue to be so in near future. It makes more sense to appoint External Auditors outright.
 - Administratively, removal of the role of Honorary Auditor also allows the ballot for AGM to be fixed 14-days before AGM date.

Reference to Constitution:

- Reference to Honorary Auditors are removed from Articles 5.5, 6.1, and 8.
- Amended Articles 6.1 and 8 on External Auditor appointment and roles, and updated role of Council.
- Mention of internal audit moved to amended Article 7.3

1d) Approval of Changes Related to Honorary Auditor and External Auditor

- Proposed to replace existing Article 8 on Audit with the following:

A firm of public accountants shall be appointed as the External Auditor at each AGM for a term of one year and shall be eligible for re-appointment at the next AGM held in the following year. If extenuating circumstances dictate that a new External Auditor shall be appointed, an EGM shall be called for this purpose.

Removed references to Honorary Auditors. Adopted wordings from ROS' constitution template for Societies that does not have Honorary Auditors.

Members may resolve at General Meetings to delegate the power of appointing the External Auditor to the Council. Any such delegation shall be effective until the next AGM; and may be extended by a new resolution at the next AGM.

Flexibility for Members to delegate powers to Council to appoint External Auditors. Members retain control as such delegation needs to be re-affirmed annually.

The appointed External Auditor will be required to audit the Society's accounts at the end of each financial year and to prepare a report in connection thereto, which shall be reviewed by the Council and presented to the Members at the AGM held the following that financial year end.

Duties to review External Auditor's report transferred from Honorary Auditor to Council.

1d) Approval of Changes Related to Honorary Auditor and External Auditor

- Consequential amendments needed arising from the proposed revisions to Article 8
 - Remove mention of “Honorary Auditors’ Report” and “Election of Honorary Auditors” in Article 6.1 on the sequence of AGM agenda
 - Remove mention of the right to “Stand for election as Honorary Auditors” in Article 5.5 about members’ rights
 - Explicitly mention Council’s powers to initiate internal audit in Article 7.3

1e) Approval of Changes to Treatment of Contested and Uncontested Elections at General Meetings

13

- Proposed Change: Enhance rules to deal with contested, uncontested elections, tie-breakers and run-offs
 - Rationale: Council election is an important event to SAS. Clear rules are needed to ensure no dispute on the validity of election outcomes.

Reference to Constitution:


- Amended Article 6.1 on General Meeting agenda and election rules

1e) Approval of Changes to Treatment of Contested and Uncontested Elections at General Meetings

- Proposed Change #1: For election of President and Vice-President
 - If only one candidate stands for election: Walkover. No voting required.
 - If two or more candidates stand for election:

Candidate A
 Candidate B
 Candidate C
 ...
 Abstain

Ballot design

A blue arrow points from a rounded rectangular box labeled 'Ballot design' to a larger rectangular box containing a list of candidates with radio buttons.

- The candidate with the most Votes and receiving at least 50% of the Votes* is elected.
- Where there are three or more candidates standing for election, if no candidate has at least 50% of the Votes, the two candidates with the most number of Votes shall enter the second (“run-off”) round.
- In the event of a ties, the tie breaking routine is triggered. (See discussion later.)

* Per the Constitution, “Votes” refers to votes expressed, i.e. abstentions and invalid votes are not counted in determining a majority.

1e) Approval of Changes to Treatment of Contested and Uncontested Elections at General Meetings


- Proposed Change #2: For election of Other Council Positions
 - If number of candidates standing for election \leq number of vacancies available: Walkover. No voting required.
 - Otherwise:

Select up to [n] candidates as Council Members (other than President, Vice-President and Ex-officio):

- Candidate A
- Candidate B
- Candidate C
- Candidate D

...

Ballot design



- Subject to the number of vacancies available, the candidate with the most Votes are elected. The concept of “% Vote For” no longer applies.
- In the event of a tie, the tie breaking routine is triggered. (See discussion later.)

* “n” refers to the number of vacancies available.

1e) Approval of Changes to Treatment of Contested and Uncontested Elections at General Meetings

- Proposed Change #2: For election of Other Council Positions
 - E.g. Assuming 5 candidates are running and 4 vacancies are available. Total of 50 votes were casted.

	# For
Candidate E	50
Candidate F	48
Candidate G	45
Candidate H	2
Candidate I	1

Elected

The diagram consists of a table with two columns: the first column lists candidates from E to I, and the second column lists the number of votes for each. The row for Candidate F (48 votes) is highlighted with a red border. To the right of the table is a rounded rectangular box labeled 'Elected'. A blue arrow points from the 'Elected' box to the row for Candidate F, indicating that Candidate F is the elected candidate.

1e) Approval of Changes to Treatment of Contested and Uncontested Elections at General Meetings

- Proposed Change #3: Handling of tie-breakers and run-offs
 - Members present at the General Meeting and have not voted via proxy will be asked to choose again between candidates entering a tie-breaker/ run-off
 - In the ballot, members voting via proxy is asked the following*:

In the event of:-

- (i) any tie arising in the election for President, Vice-President, and/or other Council Positions; or
- (ii) a run-off round arising in the election for President, Vice-President,

how do you expect your designated proxy to vote?

- Continue to vote for the candidate originally picked if the candidate is still in the running. Abstain otherwise.
- Abstain from all tie-breaking and run-off situations
- Others (Please specify) _____

- The designated proxy will act as instructed
- Where this routine still results in a tie, the chairperson shall be given the additional and casting vote(s) necessary to break the tie.

* Actual design depends of the functionality available in the software used to administer the election

1f) Approval of Changes to Election Rules at General Meetings

18

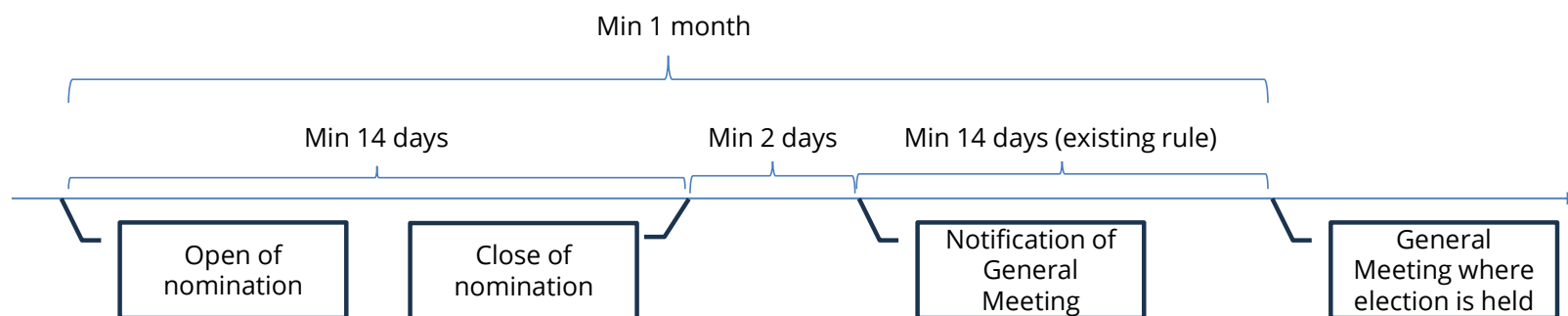
- Proposed Change #1: Explicitly allow for election of Council members to be held during EGMs where the need arises. [Amended Article 6.1 (#10)]
 - Rationale: To make it more official than deeming it an “Any Other Business” item.

Reference to Constitution:

- Amended Article 6.1 on General Meeting agenda and election rules
- Amended Article 7.1 on composition (not size) of Council and appointment of Secretary and Treasurer to mirror how elections are conducted at General Meetings

1f) Approval of Changes to Election Rules at General Meetings

- Proposed Change #2: Introduce explicit rules related to the nomination process
 - Rationale:
 - Currently, candidates can still be nominated up till the day before General Meeting, leading to (a) complicated ballot design; (b) unfairness to candidates that are nominated before/ after notification of General Meeting.
 - Proposed process ensures that members voting via proxy see the complete list of candidates standing for election when General Meeting notification is sent. No surprise additions after proxy vote is casted.



1f) Approval of Changes to Election Rules at General Meetings

- Proposed Change #3: Instead of separately voting for Secretary and Treasurer, these positions will be appointed by Council amongst elected Council members.

Current election agenda

- Election of President
- Election of Vice-President
- Election of Secretary
- Election of Treasurer
- Election of Other Council Members

Proposed election agenda

- Election of President
- Election of Vice-President
- Election of Other Council Members

Council to appoint amongst these elected council members who shall be Secretary and Treasurer. If there is insufficient number of such elected council members to fill the Secretary and Treasurer roles, elections will be called to fill vacancies in Council.

- Rationale:
 - Ensures that President and VP (which is the backstop if President vacates) continue to require strong mandate from membership.
 - Avoid losing volunteers willing to stand for Council posts to contested election for Secretary and Treasurer

1g) Approval to Reduce the Size of Council

- Proposed Change: Reduce upper and lower bounds of Council size from 15 and 8 to 9 and 7.

Current Council Composition

- President
- Vice-President
- Secretary
- Treasurer
- Ex-Officio
- 3 to 10 Other Council Members

Proposed Council Composition

- President
- Vice-President
- Ex-Officio
- 4 to 6 Other Council Members
(from which Secretary and Treasurer are appointed)

Reference to Constitution:

- Amended Article 7.1 on size

1g) Approval to Reduce the Size of Council

- Rationale:
 - Reducing the size of Council has an added advantage of introducing the “scarcity effect”.
 - Historically, almost all Council members enter Council uncontested. This removes the motivation for candidates to “walk the ground” to understand the needs of our membership. Reducing the size of Council increases the chance that Council seats will be contested, making candidates work hard to listen to members’ voice. Overall, it should result in a more engaged Council team to the benefit of the membership.

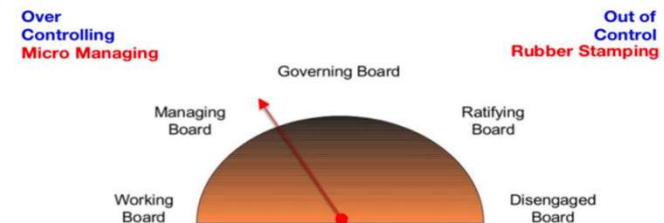
1g) Approval to Reduce the Size of Council

- Rationale: (cont')
 - Compared to other actuarial bodies, two approaches were used to form their Council (/top decision-making body):
 - Council being a collection of committee chairs: Take Actuarial Association of Hong Kong as an example. Its 2024 Council has 15 members representing the collection of committee chairs. Some of SAS' past presidents have preferred this approach of forming the SAS Council.
 - Council being the "Governing/ Supervisory Board": This stems from a "two-tiered board" structure that is more common in continental Europe. The governing/ supervisory board's main job is to ensure that the company's operations are conducted in the best interests of shareholders and in accordance with legal and ethical standards. Strategic decisions are made at this level. In contrast, the management board deals with day-to-day matters such as manage resources, oversee the workforce and implement strategy decisions set by the supervisory board. Actuarial Society of Malaysia adopts this approach where its 2024/25 Council (10 members) has minimal overlap with its committee chairs. IFoA has been operating under a "two-tiered" approach where IFoA Council discharges this responsibility by determining the vision for the IFoA and the actuarial profession, while delegating the overall leadership of the IFoA to the IFoA Board who hold the Executive to account for strategic and operational delivery.

1g) Approval to Reduce the Size of Council

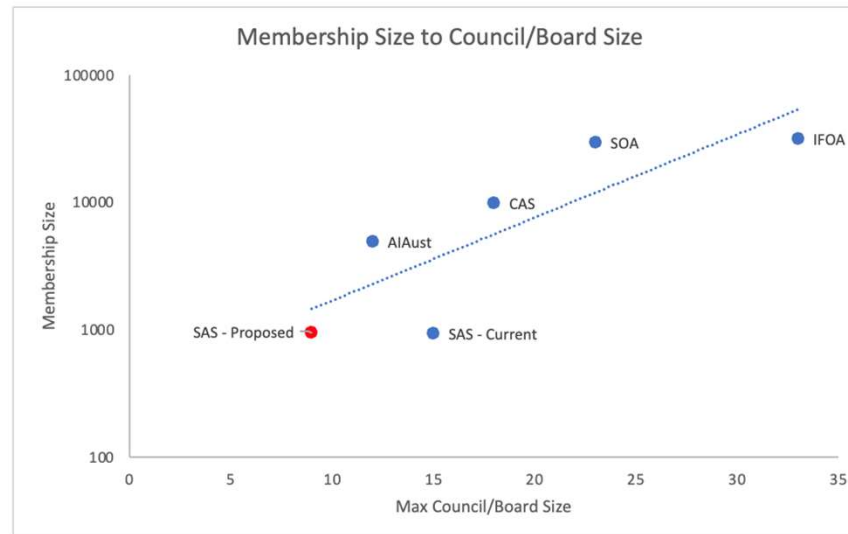
- Rationale: (cont')
 - As SAS matures, Council should transit from a "Managing Board" towards a "Governing/ Supervisory Board".
 - The role of the "Management Board" can be carried collectively by a reformed Operations Committee (which usually consists of President, Vice President, Secretary, Treasurer and Executive Director) and the committee and task force chairs. After all, much of SAS' delivery of value to its members through programmes, conferences, seminars, research and publications can be attributed to strong leadership by the respective committee chairs, and dedications from volunteers in these committees. In addition to mere ideation, having a strong volunteer corps that roll up their sleeves to implement have been critical to SAS' success.

More context needed : Levels of Board Engagement



1g) Approval to Reduce the Size of Council

- Rationale: (cont')
 - With this in mind, SAS Council should be right-sized to that commonly seen in a governing board. Analysing the span of control of major actuarial bodies, a cap of 9 Council members for SAS is proposed.
 - AI Australia: 5000 members, 1000 volunteers, 12-member council
 - IFOA: 32000 members, 3000 volunteers, 33-member council
 - SOA: 30000 members, 1000 volunteers, 23-member board



1g) Approval to Reduce the Size of Council

- Rationale: (cont')
 - The concern that a reduced Council size may lead to insufficient number of volunteers to deliver on SAS' objectives is acknowledged.
 - The underlying assumption of this concern is that much of the work delivered by SAS can be attributed to Council. This assumption should be examined closely.
 - Historically, there has been a large degree of overlap between Council membership and committee chairs, often by design/ preference of the President of the relevant times. It is hard to untangle the contributions by committees vs Council.
 - In contrast, the most recent two Council teams have a lower proportion of members who are also chairs committees. SAS' performance in the last 18 months therefore provide a better case study on the contribution of Council.

1g) Approval to Reduce the Size of Council

- Rationale: (cont')
 - Focusing on key deliveries that members find most valuable (proxied by members' participation rate awareness amongst membership) in the past 18 months:

Description	Delivery Method
Singapore Actuarial Conference	Organising committee of 20pax, with self-sufficient functions for programming, sponsorship and marketing. Strong support from secretariat. Council's main involvement relate to pricing strategy and choice of venue.
Social Events	9-member committee. Successfully delivered 4 social events per year without need for guidance from Council.
Afternoon Forums	5 forums coordinated by Education and Careers Committee other practice committees. No Council involvement needed.
Practice Certificate Seminars	Professional Affairs Committee work directly with secretariat and other practice committees on logistics and agenda creation. No Council involvement needed.
Discussion Paper on Integrated Shield Plan Portability	Members of the Health Committee completed both the research and writing of discussion paper. A few Council members helped to fine-tune the paper.

- Committees are generally self-sufficient. Council's role focus mainly on ensuring continuous flow of resources (both financial and non-financial) are made available to committees, with occasional need to provide steer. Finding strong leadership and volunteers at committee level has greater impact on SAS deliveries than maintaining a large Council team.

1g) Approval to Reduce the Size of Council

- Rationale: (cont')
 - Also acknowledged is the concern that a reduced Council size may reduce Council's diversity.
 - A reduction in size of Council does not mean a sacrifice of diversity. Take the WY23 and WY24 Council as an example. Despite having 14-15 members, GI actuaries remain under-represented compared to the proportion of GI actuaries in our membership. In contrast, the newly-formed Membership Committee has four members, which collectively have worked in senior roles in life and GI, direct and reinsurance companies.
 - It is fully possible for a 9-member Council to be diverse. The challenge is for SAS to deliver good enough value to a diverse array of members such that it will entice members of different profiles to come forward to run for Council. Hence the focus on members' value proposition in the latest strategy plan.

1h) Approval to Impose Term Limit on President

- Singapore leads Asia corporate governance regulations. Expectations of good governance applies not only to listed companies and regulated entities, but also to the non-profit sector.
- In the recent amendment to the “Code of Governance for Charities and Institutions of a Public Character” issued by Ministry of Culture, Community and Youth, charities are expected to impose a maximum term limit of 10 consecutive years for all Board members, with the option to re-elect Board members to serve subsequent terms. The intent is to encourage charities to practise succession planning at the board-level.
- SAS too should begin introduce rules that require Council to institute succession planning into its agenda.

Reference to Constitution:

- Amended Article 6.1.4

1h) Approval to Impose Term Limit on President

- As a first step, it is proposed that term limit be imposed on Presidency. More specifically, the following rule on election eligibility is proposed:
 - **Any Member who has either held the position of President continuously for more than three years, or, in the Member's lifetime, held the position of President for more than four years, shall not be eligible to stand for election as President or Vice-President, but may stand for election as one of the other Council Members. Period mentioned in this rule includes the time served before this Constitution came into effect.**
- This means no one can seek to run for a fifth consecutive term as President, nor become President for an extended period via the "backdoor" through the VP route. The limit is chosen to match the longest presidential term served in SAS' history.
- The proposed rule is also deliberately backdated so that current President cannot run for a fifth consecutive term.
- For avoidance of doubt, the member subjected to this limit is still eligible to stand for election for other Council positions.

1h) Approval to Impose Term Limit on President

- The proposed imposition of term limit on Presidents has received support within Council by simple majority. For transparency to members, below are reasons from three Council members who opposed the change:
 - *“Term limits are usually imposed on political offices as these offices often grant the holders privilege, prestige and power which they can use to advance their personal agenda.*
 - *The SAS Presidency does not accrue any privilege or power to the holder, albeit it does confer some prestige. Members generally see the office as a burden to be taken up out of duty to the actuarial profession. All previous Presidents have stepped down after serving no more than 4 years.*
 - *If a member becomes a President and is an effective one, and members will like this member to continue in the Presidency after 3 consecutive years or 4 years in total, they will have to propose a constitutional amendment to specifically facilitate this continuity. This President may have a vision for the SAS which members may like that President to see through even if it means extending the term beyond the term limit.*
 - *With a term limit, members will be forced to elect another member when the performance of the sitting President is highly approved by the membership. The pool of able and willing, with emphasis on willing, members who can be elected President is small. The member elected to replace this President may not be as effective.*
 - *There is always a democratic process to eject an unpopular or ineffective President. Members can vote for a different member to be President at an annual general meeting. As such, a term limit is an unnecessary constraint on the Presidency.”*

1h) Approval to Impose Term Limit on President

- In response to the opposing views, Alex Lee, current President of SAS said:
 - *“Singapore’s founding father, Mr Lee Kuan Yew, genuinely loves Singapore. He planned for succession years before he stepped down as Prime Minister of Singapore. He saw the importance of grooming the next generation to lead the nation. He strived to build a team centred around the mission and purpose of building a better Singapore instead of a country that focused on himself. Mr Lee’s successors have followed this approach of succession planning, with an aim to keep the leadership fresh, vibrant and innovative.*
 - *Regardless of how compelling is the vision or performance of an SAS President, I see it as highly irresponsible for a President who purports to be committed to one’s vision to not plan for one’s succession. After all, as a competent actuary, the risk of mortality and morbidity should at least be top of mind.*
 - *Countries that stood the test of time have Constitutions that imagine the worst of human behaviours, and institutionalise controls pre-emptively to guard against descendance into tyranny. One tactic often use by a dictator is to ensure that he does not groom successors that can readily replace him. SAS too should guard against emergence of such Presidents.*
 - *To be allowed up to four years to implement one’s vision is a long time. In contrast, Presidents for the “Category 1 Actuarial Association” are only given one year each. A four-year limit is a reasonable one.*
 - *Ultimately, SAS’ Constitution reflects the collective vision of SAS’ members. To accept that our profession cannot come up with a good leader and/or unable to nurture one at least once every four years is dangerous. It risks becoming a self-fulfilling prophecy, and damages the culture in SAS’ pursuit of excellence.”*

1i) Approval of Changes Related to Other Council-related Rules

- Proposed Change #1: Ex-officio Member no longer required to stand in as President if both President and Vice-President vacates their roles.
 - Rationale: Ensures that SAS is always presided by an elected Council member.
- Proposed Change #2: Make explicit that Council shall first attempt to co-opt an Ex-officio Member before co-opting any other member.
 - Rationale: Ensures Council's decision-making is informed by good institutional memory.

Reference to Constitution:

- Amended Articles 7.1, 7.2 and 7.3.
- Removed Article 7.4.

1i) Approval of Changes Related to Other Council-related Rules

- Proposed Change #3: If the “Elected Council Member \geq Co-opted Council Member” rule no longer holds due to one or more Elected Council Members vacating their seats, the powers of Co-opted Council Members shall be suspended until compliance with this requirement is restored through resignation of one or more Co-opted Council Members, or through termination of one or more Co-opted Council Members by Elected Council Members.
 - Rationale: Ensures that the “Elected Council Member \geq Co-opted Council Member” rule always holds.
- Proposed Change #4: Expand the rules to cover other circumstances when Council positions become vacant; and requiring key vacancies to be filled without unreasonable delays (i.e. within 3 months)
 - Rationale: Reference only to “resignations” in the current Constitution creates uncertainty on how vacancies arising from other reasons - e.g. death – should be dealt with.

1i) Approval of Changes Related to Other Council-related Rules

- Proposed Change #5: Subject to the “Elected Council Member \geq Co-opted Council Member” rule, additional Council members shall be co-opted if the total number of Council members falls below the lower bound.
- Proposed Change #6: In the absence of both the President and Vice-President, Council Members shall elect amongst themselves who will chair the Council Meeting.
 - Rationale: Ensures smooth functioning of Council.
- Proposed Change #7: Consolidated Council’s powers and responsibilities into Article 7.3, while balancing the generality and specificity of this Article. Specific powers are broadened to match the expanded Objectives.
 - Rationale:
 - Powers and responsibilities are two sides of the same coin.
 - Having an overriding reference to the Objectives of SAS mimics the drafting approach used by IFOA and AI Australia.

1j) Approval of Other Miscellaneous Changes to Constitution

- Proposed Change #1: Standardise across the entire Constitution and use “shall” instead of “must” for all mandatory provisions
 - Rationale: Mirror drafting approach of legislations in Singapore.
- Proposed Change #2: Replace all references to “Chairman” with “Chairperson”
 - Rationale: Ensures gender neutrality.
- Proposed Change #3: Add new Article 2a to define terms before they are used.
 - Rationale: Improve readability
- Proposed Change #4: Remove Secretariat’s role in membership class decisions. [Article 5.2(b)]
 - Rationale: Rely on Council’s ability to adjust fees.

Reference to Constitution:

- New Article 2a
- Amended Article 5.2(b)
- Amended Article 5.3
- Amended Article 6.1
- Amended all references to “must” and “chairman”

1j) Approval of Other Miscellaneous Changes to Constitution

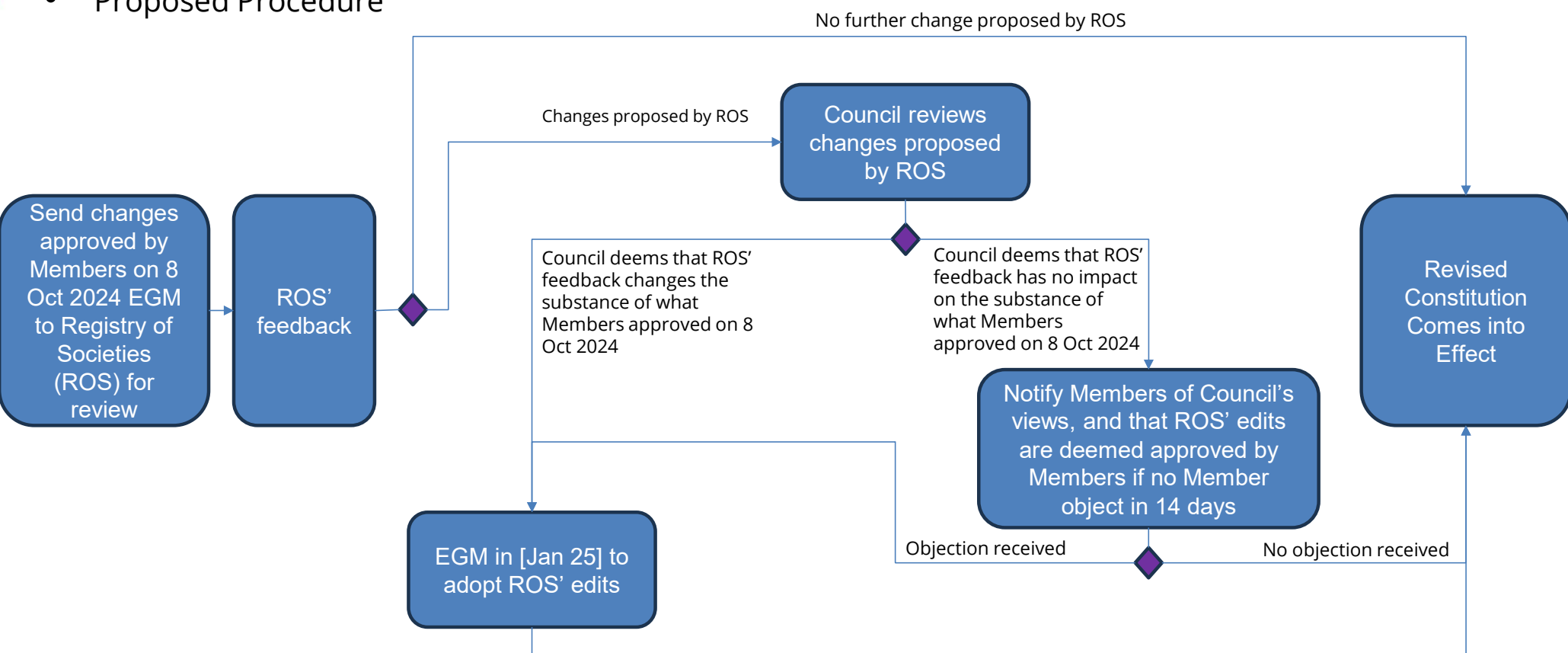
- Proposed Change #5: Separate members obligations from options that members have [Article 5.3]
 - Rationale: To improve clarity.
- Proposed Change #6: To vest powers to call EGM in Council instead of President [Article 6.1]
 - Rationale: To cater for scenario when both President and Vice-President positions are vacant. Note that this change does not affect members right to call EGM when 10 Voting Members' signatures are collected.
- Proposed Change #7: For any General Meeting where President and Vice-President are absent, members shall start the General Meeting by electing a chair [Article 6.1]
 - Rationale: To avoid uncertainty in such scenarios.

2) Approval of Delegation of Power to Council to Appoint External Auditor

- Preconditions
 - Members approve agenda Item 1(d) “Changes Related to Honorary Auditor and External Auditor”
 - Registry of Societies does not propose any further change to the Constitution that affects Members’ ability to delegate powers to Council to appoint external auditor per Item 1(d).
- Proposal
 - Members pre-approve the delegation of powers to Council to appoint external auditors per the amended Article 8 to audit the FY24 accounts when the amended Constitution comes into effect.

3) Approval of Procedure to Handle Changes to Constitution Proposed by Registry of Societies

- Proposed Procedure





Casting of Votes

- (tbc, e.g. QR code/ login instruction)

Announcement of Results