

**ANNEX A: Side-by-side comparison with current Constitution**

Original Clause No.	Existing Clauses	New / Renumbered Clause No.	Proposed Clauses	Explanations and Reasons for Amendments
	<b>MEMORANDUM OF ASSOCIATION</b>		<b>CONSTITUTION</b>	To adopt new Constitution form.
1.	The name of the church is "Calvary Assembly of God Ltd".	-	-	
2.	The registered office of the Company shall be situated in the Republic of Singapore.	-	-	
3.	The objects for which the Church is established are:-	-	-	
(a)	To propagate and spread the Gospel of Jesus Christ and to assist in the extension of His Kingdom.	-	To propagate the Gospel of Jesus Christ and to extend His Kingdom.	
(b)	To establish and maintain a place(s) for the worship of the Almighty God and to provide for Christian fellowship for those of like faith.	-	To establish and maintain a place(s) for the worship of God and for Christian fellowship; and to build strong disciples and Christian families established upon the monogamous relationship between a man and a woman married as husband and wife.	
(c)	To promote or participate in promoting the welfare of mankind on Christian, charitable and benevolent principles.	-	To promote or participate in the betterment of mankind on Christian principles; and to grant or participate in granting relief and aid to the sick, poor and needy, particularly among members of Calvary Assembly of God, or their families and others whether or not members of the Church.	
(d)	To grant or participate in granting relief and aid to the sick, poor and needy, particularly among members of Calvary Assembly of God Ltd, or their	-	To disciple and promote biblical literacy.	

	families and others whether or not members of the Church as the Church Board may deem fit.			
(e)	To promote education or participate in scheme calculated to promote education having a Christian emphasis and to establish and maintain an institution for the training of Christian missionaries.	-	-	
(f)	To do such things that are consistent or conducive to the achievement of these objects:-		-	
	(i) To purchase, lease or otherwise acquire lands, buildings, and any real or personal estate or other property or any interest in the same or to hire any room, hall, ship, dwelling house or any other suitable premises in the Republic of Singapore or elsewhere, and also to hire, purchase or acquire duplicating machines or other chattels.		To acquire, lease, sell, manage, develop, work, maintain, let, sublet, exchange, surrender, mortgage, charge, construct, assemble, invest, divest, dispose of or deal with any land, building, other real and personal property, equipment, plant, machinery, and other assets as the Church deems fit, and to permit any agent or person authorised by the Church for such purposes and on terms and conditions that the Church deems fit.	
	(ii) To improve, manage, develop, work, maintain, sell, lease, let, underlet, exchange, surrender, mortgage, charge, dispose of or otherwise deal with and turn into account all or any of the property (real or personal) for the time being of the Church wheresoever situate, or property in which the Church has an interest and to lend, invest or deposit money or mortgage or any security, and to erect, construct, alter and maintain any buildings, ships, boats or other chattels, and to retain use and occupy or deal with the properties of any part thereof for all such purposes and in such manner as the Church may deem fit, and in particular to permit any agents of or any persons authorised by the Church to use and occupy the same or any part thereof for such purposes and on such terms and conditions as the Church may		-	

	deem fit.			
	(iii) To act as agent for any person, body, society, or undertaking in the purchase, holding, sale or leasing, letting, management, or charging of land or buildings, or any interest therein.		To borrow or raise money in such manner as the Church shall think fit and to secure the repayment of any money borrowed, raised or owing by mortgage, charge or lien upon all or any the property or assets of the Church (both present and future).	
	(iv) To provide, engage and employ ministers, auditors, secretaries, treasurers, agents, solicitors, servants and other persons for the purpose of carrying out the objects of the Church or any of them.		To provide, engage, appoint and employ any person, firm or company for the purpose of carrying out the objects of the Church or any of them.	
	(v) To permit and publish any newspapers, periodicals, books or leaflets that the Church may think desirable for the declaration and promotion of its objects or any of them.		To permit, produce, publish or print all forms of communication media that the Church may deem desirable for the declaration and promotion of its objects.	
	(vi) To carry on the business of general printers, chromolithographers, stereotypers, electrotypers, photographic printers, photolithographers, engravers, diesinkers, stationers, printing materials, machine and accessories, and all other substances and materials in connection with printing.		To receive and take any gift of money or property for any of the purposes and objects of the Church, whether subject to any special trust or not. The Church may however, choose to decline any gift or donation, or ownership of assets which has been offered to the Church or which has annexed to it any condition or obligation not approved by the Church	
	(vii) To receive and take any gift of money or property for any of the purposes and objects of the Church whether subject to any special trust or not, but the Church may nevertheless decline to accept any gift or donation, or to take over any property which has been offered to the Church or which has annexed to it any condition or obligation not approved by the Church.		To undertake and execute any trusts which may be undertaken lawfully by the Church to provide funds or income for the use of the Church in the furtherance of its objects.	

	(viii) To undertake and execute any trusts created to provide funds or income for the use of the Church in the furtherance of its objects or any of them.		To establish, promote, subscribe and support any charitable or public object, and any trust, institution, company, society, or association which may be beneficial to the Church or its members.	
	(ix) To support and subscribe to any charitable or public object, and any institution, society, or club which may be for the benefit of the Church or its members and to make payments towards insurance and to form and contribute to provident and benefit funds for the benefit of any persons who have served the Church or of their spouses, children or other dependents.		To establish, amalgamate with or acquire any church or company having objects or interests similar to those of the Church and to enter into partnership or into any arrangement for union of interests, cooperation, joint-venture, reciprocal concession or otherwise with any person or persons, firm or company which may be beneficial to the Church or its members.	
	(x) To amalgamate with any church or company having objects similar to those of the Church and to enter into partnership or into any arrangement for union of interests, cooperation, joint-venture, reciprocal concession or otherwise with any person or persons, firm or company carrying on or engaged in or about to carry on or engaged in any business or transaction capable of being conducted so as directly or indirectly to benefit the Church.		DELETED	
	(xi) To acquire properties and investments which the Church deems fit and to use any of the properties and investments for the time being of the Church and the proceeds of sale of such properties and investments and any other moneys of the Church for the general purposes of the Church as the Church may think fit or for such charitable objects as the Church may be directed to use the same under any special trust, but entirely unconnected with and apart from any political ends.		DELETED	
	(xii) To incorporate or register the Church or its objects or its title deeds if necessary or	(x)	RENUMBERED (x)	

	desirable, in any other part of the world or to obtain for it a legal domicile in any other part of the world.			
	(xiii) To enter into any arrangement with the Government of the Republic of Singapore or elsewhere or authorities supreme local municipal or otherwise in pursuance of the objects of the Church, and to obtain from the Government or authority, all rights, concessions and privileges that may seem conducive to all or any of the Church's objects.	(xi)	To pursue and enter into any arrangement with any governmental authorities in Singapore or elsewhere and any other person, firm, company or external entities both secular and religious, in pursuance of the objects of the Church, and to obtain rights, concessions, privileges which may be beneficial to the Church or its members.	
		(xii)	To undertake any of the above activities as principals, trustees, agents or otherwise and either alone or in conjunction with another entity (or other entities), and either by or through agents, trustees, or otherwise.	
		(xiii)	To draw, make, accept, endorse, discount and negotiate cheques, promissory notes, bills of exchange, debentures and other negotiable or transferable instruments.	
4.	The property, profits and other income (if any) of the Church, whencesoever derived, shall be applied solely in promoting the objects thereof and no portion thereof shall be paid or transferred directly or indirectly by way of dividend or bonus or otherwise however by way of profit to the persons who at any time are or have been members of the Church or to any of them or to any person claiming through any of them. Provided that nothing herein contained shall prevent the payment in good faith of remuneration to any officers, agents, or servants of the Church, or to any member of the Church or other person in return for any services actually rendered to the Church.		The income and property of the company must be applied solely towards the promotion of the objects of the Church and no portion of the income and property may be paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to the members of the Church. Provided that nothing herein contained shall prevent the Church from paying, in good faith, (a) a reasonable and proper remuneration to an officer, member or employee of the Church for services rendered to the Church; (b) reimbursement to a director of the Church for out-of-pocket expenses; or (c) a reasonable and proper rent to a director or member of the Church for premises leased to or let to the Church.	
5.	If upon the winding-up or dissolution of the Church there remains after satisfaction of all its debts and		DELETED	

	liabilities any property or assets whatsoever, the same shall not be paid to or distributed among the members of the Church but shall be given to charitable organisation(s) which is/are registered under the Charities Act, Chapter 37, as the members of the Church may by special resolution in Extraordinary General Meeting, determine at, before or during the winding-up, or in default thereof, as may be determined by such Judge of the High Court as may have or acquire jurisdiction in the matter on application by any member or members of the Church.			
6.	The liability of the members is limited.	5.	RENUMBER AS 5.	
7.	Every member of the Church undertakes to contribute to the assets of the Church in the event of it being wound up while he is a member, or within one year afterwards, for payment of the debts and liabilities of the Church contracted before he or she ceases to be a member, and the costs, charges and expenses of winding up, and for the adjustment of the rights of the contributories among themselves, such amount not exceeding One Dollar Singapore Currency.	6.	RENUMBER AS 6.	
8.	No addition, alteration or amendment shall be made to or in the Memorandum of Association of the Church for the time being in force, unless the same shall have been previously submitted to and approved by a General Meeting of the Members of the Church.	7.	No addition, alteration or amendment shall be made to or in this Constitution of the Church for the time being in force, unless the same shall have been previously submitted to and approved by a General Meeting of the Members of the Church. Such addition, alteration or amendment shall not come into force without the approval from the Commissioner of Charities and the same being registered with the Registrar of Companies.	
	We, the several persons whose names and addresses are subscribed, are desirous of being formed into a company in pursuance of this memorandum of association.		DELETED	

	Names, Addresses and Description of Subscribers		DELETED	
	<b>ARTICLES OF ASSOCIATION</b>		DELETED	To adopt model Constitution form.
			INTERPRETATION	
1.	In these Articles:-	8.	In these Regulations:-	"Articles are now known as "Regulations" under the Constitution.
	"The Act" means the Companies Act, Chapter 185.		"Act" means the Companies Act 1967	
			"Board Member" means any person appointed or elected to hold office in the Church Board.	
	"The Church" means <b>CALVARY ASSEMBLY OF GOD LTD.</b>		"Church" means <b>CALVARY ASSEMBLY OF GOD LTD.</b>	
	"The Church Board" means the executive board of Church consisting of members of the Church who have been elected to hold office or appointed to hold positions in the same.		"Church Board" means the executive board of Church consisting of members of the Church who have been elected to hold office or appointed to hold positions in the same.	
			"Nomination Committee" means a committee comprising of Board Members and other members appointed by the Church Board to oversee the nomination of suitable persons for election as Board Members.	Introducing Nomination Committee to oversee nomination of Board Members.
	"Board Member" means any person appointed or elected to hold office in the Church Board.		"Pastor" means Senior Pastor for the time being of the Church.	
	"The Seal" means the common seal of the Church.		"Seal" means the common seal of the Church	
	Unless the context otherwise requires, words importing the masculine gender include the feminine as well and words the singular include the plural and vice versa.		-	
	<b>MEMBERSHIP</b>			

2.	The number of members with which the Church proposes to be registered is 600 but the Church Board may from time to time register an increase of members.		DELETED	This Article is no longer relevant.
3.	The subscribers to the Memorandum of Association and such other persons as the Church Board shall admit to membership shall be members of the Church, provided that a person shall not be eligible to become or qualify to remain as a member if and so long as he does not subscribe to the Statement of Faith and Practices as hereinafter annexed.	9.	The subscribers to the original Memorandum of Association and such other persons as the Church Board shall admit to membership shall be members of the Church, provided that a person shall not be eligible to become or qualify to remain as a member if and so long as he does not subscribe to the Statement of Faith and Practices as hereinafter annexed.	
4.	The members of the Church shall be deemed to be persons whose names are on the Register of Members and who have not been transferred to the Subsidiary Register as provided by Article 5 hereafter.	10.	The members of the Church shall be deemed to be persons whose names are on the Register of Members and who have not been transferred to the Inactive Register as provided by Regulation 11.	Subsidiary Register renamed as Inactive Register
5.	All members of the Church shall at such intervals and in such manner as may be required by the Church Board affirm their membership failing which such members shall be transferred from the Register of Members to a Subsidiary Register upon which their membership shall ipso facto be suspended, Provided that the Church Board shall have discretion to restore a person where a reasonable explanation has been given.	11.	All members of the Church shall at such intervals and in such manner as may be required by the Church Board affirm their membership failing which such members shall be transferred from the Register of Members to the Inactive Register upon which their membership shall ipso facto be suspended, provided that the Church Board shall have discretion to restore a person where a reasonable explanation has been given.	
6.	If any member shall be found by the Church Board to have acted in a manner unbecoming of a member by his act or omission be likely to hinder the witness of the Church or render it of ill repute the Church Board shall request him to appear and hear him and be empowered to suspend or expel the member or transfer him to the Subsidiary Register after written notice shall have been given to him and he does not repent or amend his ways.	12.	If any member shall be found by the Church Board to have acted in a manner unbecoming of a member or by his act or omission be likely to hinder the witness of the Church or render it to ill repute the Church Board shall request him to appear and hear him and be empowered to suspend or expel the member or transfer him to the Inactive Register after written notice shall have been given to him and he does not repent or amend his ways.	



6a.	Any member who neglect to attend the Church's services over a consecutive period of nine (9) weeks without assigning any reasons, may be liable upon written notification to show cause why his name should not be transferred to the Subsidiary Register.	13.	Any member who neglects to attend the Church's services over a consecutive period of three (3) months without assigning any reasons, may be liable upon written notification to show cause why his name should not be transferred to the <b>Inactive Register</b> .	Change of weeks to months for easier counting.
		14.	<b>Members whose names are in the Inactive Register shall not have the right to vote at any general meeting of the Church.</b>	Inactive members have no right to vote.
7.	The Church Board shall appoint a Secretary or Registrar to keep the Register of Members and Subsidiary Register.	15.	The Church Board shall appoint a Secretary or Registrar to keep the Register of Members and <b>the Inactive Register</b> .	
8.	A member may by written notice to that effect resign his membership and in the event of a member being adjudicated a bankrupt and found to be of an unsound mind, he shall forfeit his membership and his name shall be transferred from the Register of Members to the Subsidiary Register, provided that the Church Board shall have power to reinstate him upon recovering his capacity.	16.	A member may by written notice to that effect resign his membership and in the event of a member being adjudicated a bankrupt and found to be of an unsound mind, he shall forfeit his membership and his name shall be transferred from the Register of Members to <b>the Inactive Register</b> , provided that the Church Board shall have power to reinstate him upon recovering his capacity.	
	<b>PASTOR</b>		<b>SENIOR PASTOR</b>	
9.	The Pastor or Associate Pastor shall be nominate by the Church Board but elected by members of the Church at a General Meeting by a majority vote of all present. Upon election, the Pastor or Associate Pastor shall serve his office for a term of one (1) year.	17.	The Pastor shall be <b>appointed</b> by the Church Board. Upon <b>appointment</b> , the Pastor shall serve <b>until terminated on the following grounds</b> :  <ul style="list-style-type: none"> <li>(a) <b>if the Pastor resigns from his office by giving six (6) months prior written notice to the Church Board;</b></li> <li>(b) <b>if the Pastor fails to obtain, maintain or renew his credentials with the Assemblies of God Singapore;</b></li> <li>(c) <b>if the Church Board is of the opinion after careful and due enquiry that the Pastor has</b></li> </ul>	The Pastor will be appointed by the Church Board instead of elected by Members at a General Meeting and will serve until terminated.

			<p>conducted himself in a manner unbecoming of a Christian minister or leader;</p> <p>(d) if the Pastor becomes bankrupt; or</p> <p>(e) if the Pastor dies.</p>	
		18.	The Pastor must subscribe to the Statement of Faith and Practices annexed to the Constitution and is to hold up-to-date credentials with the Assemblies of God of Singapore.	
		19.	Upon the retirement of the Pastor, the Church Board shall have regard to the recommendation of the retiring Pastor before appointing his successor.	
		20.	<p>The Pastor shall be:</p> <p>(a) the spiritual overseer of the Church and direct all its activities;</p> <p>(b) a Board Member and chairman of the Church Board and the Nominations Committee and ex-officio member of all other committees, departments and ministries of the Church.</p>	
	<b>THE CHURCH BOARD</b>			
10.	There shall be a Church Board consisting of not less than six (6) and not more than thirty (30) members.	21.	There shall be a Church Board consisting of not less than six (6) and not more than <b>twenty-one (21) Board Members</b> (including the Chairman of the Church Board). <b>Board Members shall be above the age of twenty-one (21) years.</b>	The Board will consist of not less than 6 members and not more than 21 members.
11.	The first Members of the first Church Board shall be:- (i) CHANG WEE LEE (ii) CHOY HON YIN (iii) CHUA ENG BUNG (iv) GOH HIANG FONG	22.		

	(v) LAU KIM THIAM (vi) LIM KIM SOON (vii) TAY SOON HOE (viii) YONG LI YUN, EVELYN			
12.	The Church Board shall manage the affairs of the Church.	23.		
13.	The Pastor of the Church shall serve as the Chairman of the Church Board and all general meetings. The Church Board shall from among its members appoint a Secretary and a Treasurer and define their duties and may appoint such other office bearers as it may think fit.	24.		
14.	The Board Members shall be members of the Church and may either be male or female.	25.		
15.	A Board Member may only be elected by members of the Church after he has been duly nominated and approved by the Church Board before the nominee can stand for election. Any nominee not approved by the Church Board shall not be eligible for the post of a Board Member.	26.	A Board Member (other than the Pastor) may only be elected by members of the Church after he has been duly nominated by the Nomination Committee and approved by the Church Board before the nominee can stand for election. Any nominee not approved by the Church Board shall not be eligible for the post of a Board Member. In selecting candidates for election to the Church Board, the Nomination Committee shall nominate only members of good standing, mature in faith, with skills, knowledge and experience needed for the effective administration of the Church.	
16	A Board Member shall be elected by members of the Church at a General Meeting by a majority vote of all present. Upon election, a Board Member shall serve his office for a term of one (1) year.	27.	A Board Member shall be elected by members of the Church at a general meeting by a majority vote of all present. Upon election, a Board Member shall serve his office for a term of two (2) years. Any changes in the Board of Directors shall be notified to the Commissioner of Charities within two (2) weeks of change.	Board Members to serve a two year term instead of a one year term.
		28.	One half of the Board Members (excluding the Pastor) shall retire from office at the annual	Half the Board Members will retire every year.

			general meeting. The Board Members to retire in every year shall be those who have served longest on the Church Board since the last election, but as between persons who became Board Members on the same day, those to retire shall be determined by lot unless they otherwise agree among themselves. A retiring Board Member shall be eligible for re-election.	
17.	The Church Board may co-opt members of the Church or such other persons as it deems fit to serve on the Church Board or on any committee or sub-committee.	29.		
18.	The Church Board may delegate its powers and make standing orders to regulate the duties of such committees and sub-committees as may be necessary or helpful in the attainment of the objects of the Church.	30.		
19.	The Church Board shall oversee and be vested with complete authority to determine all matters of doctrine, practice and policy and to manage the affairs of the Church and to make such Byelaws as it may deem fit.	31.	The Church Board shall oversee and be vested with complete authority to determine all matters of doctrine, practice and policy and to manage the affairs of the Church and to make such <b>by-laws</b> as it may deem fit	
20.	The Church Board shall exercise all the powers of the Church save such as are exercisable by the Church in General Meetings.	32.	The Church Board shall exercise all the powers of the Church save such as are exercisable by the Church in <b>general meetings</b> .	
21.	The Church Board shall meet at such intervals as it may decide but at least once in every three (3) months. Emergency meetings may be convened by the Chairman and shall be convened by the Chairman on the requisition of at least three (3) Board Members of the Church Board.	33.	The Church Board shall meet at such intervals as it may decide but at least once in every three (3) months. Emergency <b>or urgent</b> meetings may be convened by the Chairman <b>or</b> by the Chairman on the requisition of at least three (3) Board Members of the Church Board	
22.	Subject to the provisions of the Act requiring special resolutions, the Church Board shall act by simple majority. In the event of a tie, the Chairman shall have a casting vote.	34	Subject to the provisions of the Act, the Church Board shall act by simple majority. In the event of a tie, the Chairman shall have a casting vote.	

23.	The Church Board shall cause records to be kept of all its members and meetings and of all proceedings of the Church in General Meetings.	35.	The Church Board shall cause records to be kept of all its members and meetings and of all proceedings of the Church in general meetings.	
24.	The Church Board shall at the Annual General Meeting of the Church present the annual or other periodic accounts duly audited.	36.	The Church Board shall at the annual general meeting of the Church present the annual or other periodic accounts duly audited.	
25.	The presence of two-thirds of the Board Members at a Church Board Meeting shall constitute a quorum.	37.	The presence of at least half of the Board Members at a Church Board Meeting shall constitute a quorum.	Quorum for Board meetings will now be one-half of the Board Members attending instead of two-thirds.
		38.	Board Members may participate in a meeting of the Church Board by means of a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear one another, without a Board Member being physically present at the meeting, and participation in a meeting pursuant to this Regulation shall constitute presence in person at such meeting.	This is in line with current corporate practice.
		39.	A resolution in writing signed by any of the Board Members being not less than are sufficient to form a quorum shall be as effective as a resolution passed at a meeting of the Board Members duly convened and held, and may consist of several documents in the like form each signed by one or more of the Board Members. The expressions “by written means”, “in writing” and “signed” include any resolution signed manually by a Board Member and transmitted electronically or by facsimile, or approved by other written electronic communication by or electronic signature of any such Board Member and such signature shall be deemed an original signature for all purposes.	This is in line with current corporate practice.
26.	A Board Member may by written notice to that effect retire or resign from office with the consent of the	40.		

	Church Board.			
27.	A Board Member shall not be qualified to remain a Board Member if he ceases to subscribe to the Statement of Faith and Practices as hereinafter annexed.	41.		
		42.	Whenever a Board Member is in any way, directly or indirectly, interested in any transaction or project or matter to be discussed at a Church Board Meeting, such Board Member shall disclose the nature of his interest before discussion on the matter begins. Such Board Member concerned shall not participate in the discussion or vote on the matter, and shall withdraw from the meeting for that item unless expressly invited to remain in order to provide information. He shall abstain from the vote and have no voice on the matter.	Board members are required to disclose his interest.
		43.	The Nomination Committee shall comprise of:- <ul style="list-style-type: none"> <li>(a) the Pastor as chairman of the Nomination Committee;</li> <li>(b) at least one (1) Board Members whose term of office is not expiring in that year of appointment to the Nomination Committee; and</li> <li>(c) at least three (3) members of the Church which such members together represent the majority on the Nomination Committee.</li> </ul> Members of the Nomination Committee other than the Pastor shall be appointed by the Church Board. Members of the Nomination Committee shall be of good standing, a recognized spiritual leader, mature in faith and of good repute.	This provision sets out the constitution of the Nomination Committee.
		44.	No business shall be transacted by the Nomination Committee unless a quorum is present. The quorum for all meetings of the	This provision sets out the quorum requirement for the

			Nomination Committee shall be at least five (5) members of the Nomination Committee comprising the Pastor, one (1) Board Member and three (3) other members. Members of the Church other than the Pastor and the Board Members shall always represent the majority at the meetings of the Nomination Committee.	meeting of the Nomination Committee.
	<b>GENERAL MEETINGS</b>			
28.	An Annual General Meeting of the Church shall be held once in every calendar year and not more than fifteen months after the holding of the last preceding annual general meeting. Provided that so long as the Church holds its first Annual General Meeting within eighteen months of its incorporation, it need not hold it in the year of its incorporation or in the following year. The Annual General Meeting shall be held at such time and place as the Church Board shall appoint.	45.	An annual general meeting of the Church must be held in accordance with the provisions of the Act.	General compliance with the Companies Act
29.	The presence of one-third of the membership of the Church as may appear on the Register of Members shall constitute the quorum.	46.	No business shall be transacted at any general meeting unless a quorum is present. A quorum for a general meeting shall be at least one hundred and twenty (120) members or one-third of the total membership eligible to vote, whichever is the lower, are present in person or by proxy.	New quorum requirement for general meetings.
30.	All general meetings other than annual general meetings shall be called extraordinary general meetings.	47.		
31.	The Church Board may, whenever it thinks fit, convene an Extraordinary General Meeting, and extraordinary general meetings shall also be convened on such requisition, as provided by Section 144 of the Act, so far as applicable.	48.	The Church Board may, whenever it thinks fit, convene an Extraordinary General Meeting. An Extraordinary General Meeting shall also be convened by the Church Board on requisition in writing by at least one hundred (100) members or 25% of the total membership eligible to vote, whichever is the lower, not later than 2 months after receipt by the Church of the requisition.	Presents membership with a higher chance to push through an EGM matter if called by membership

	<b>PROCEEDINGS AT GENERAL MEETINGS</b>			
32.	An Annual General Meeting and a meeting called for the passing of a special resolution shall be called by twenty-one (21) days' notice in writing at the least, and an Extraordinary General Meeting of the Church other than an Annual General Meeting or a meeting for the passing of a special resolution shall be called by fourteen days' notice in writing at the least. The notice shall be exclusive of the day on which it is served or deemed to be served and of the day of which it is given, and shall specify the place, the day and the hour of meeting and the general nature of that business shall be given. Provided that a meeting of the Church shall, notwithstanding that it is called by shorter notice than that specified in this article be deemed to have been duly called if it is so agreed:-	49.	Subject to the provisions of the Act relating to special resolutions and special notice, (i) at least fourteen (14) days' notice of any annual general meeting must be given to persons entitled to receive notices of general meetings from the Church, and (ii) at least twenty-one (21) days' notice of any extraordinary general meeting must be given to persons entitled to receive notices of general meetings from the Church. Provided that a meeting of the Church shall, notwithstanding that it is called by shorter notice than that specified in this Regulation be deemed to have been duly called if it is so agreed:-	Fourteen days' notice is in line with the Companies Act.
	(a) in the case of a meeting called as the Annual General Meeting, by all the members entitled to attend and vote thereat; and		(a) in the case of a meeting called as the annual general meeting, by all the members entitled to attend and vote thereat; and	
	(b) in the case of any other meeting, by a majority in number of the members having a right to attend and vote at the meeting, being a majority together representing not less than ninety-five (95) per cent of the total voting rights of all the members.			
33.	The accidental omission to give notice of a meeting to, or the non-receipt of notice of a meeting by any person entitled to receive notice shall not invalidate the proceedings at that meeting.	50.		
34.	All business shall be deemed special that is transacted at an Extraordinary General Meeting, and also all that is transacted at an Annual General Meeting, with the exception of:	51.	All business shall be deemed special that is transacted at an extraordinary general meeting, and also all that is transacted at an annual general meeting, with the exception of:-	
	(a) the consideration of the accounts, balance sheet, and budgets; and		the consideration of the accounts and balance sheets;	



	(b) the reports of the Church Board;			
	(c) the election of Pastor, Associate Pastor and Board members;		the election of Pastor, and Board Members; and	
	(d) the appointment of the auditors.			
35.	No business shall be transacted at any General Meeting unless a quorum is present at the time when the meeting proceeds to business.	52.	No business shall be transacted at any <a href="#">general meeting</a> unless a quorum is present at the time when the meeting proceeds to business	
36.	If within half an hour from the time appointed for the meeting a quorum is not present, the meeting, if convened upon the requisition of members, shall be dissolved; in any other case it shall stand adjourned to the same day in the next week, at the same time and place or to such other day and at such other time and place as the Church Board may determine and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting the members present shall be a quorum.	53.		
37.	If the Chairman of the Church Board is absent or shall not be present within thirty minutes after the time appointed for the holding of the meeting or is unwilling to act, the Board Members present shall appoint another member of the Church Board to be the Chairman of the meeting.	54.		
38.	The Chairman, may with the consent of any meeting at which a quorum is present and shall if so directed by the meeting, adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of an original meeting. Save as aforesaid, it shall not be	55.	The Chairman may with the consent of the meeting at which a quorum is present and shall if so directed by the meeting, adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of any general	

	necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.		meeting. Save as aforesaid, it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.	
39.	At a General Meeting a resolution put to the vote of the meeting shall be decided on a show of hands unless a poll is demanded:-	56.	At a <a href="#">general meeting</a> a resolution put to the vote of the meeting shall be decided on a show of hands unless a poll is demanded	
	(a) by the Chairman; or			
	(b) by at least ten members present in person, or			
	(c) by any member or members present in person and representing not less than one-tenth of the total voting rights of all the members having the right to vote at the meeting.			
	Unless a poll be so demanded a declaration by the Chairman that a resolution has on a show of hands been carried or carried unanimously, or by a particular majority, or lost and an entry to that effect in the book containing the minutes of proceedings of the Church shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against such resolution. The demand for a poll may be withdrawn.		-	
40.	In the case of an equality of votes, whether on a show of hands or on a poll, the Chairman of the meeting at which the show of hands takes place or at which the poll is demanded, shall exercise his casting vote.	57.		
41.	Subject to the provisions of the Act a resolution in writing signed by all the members for the time being entitled to receive notice of and to attend and vote at General Meetings shall be as valid and effective as if the same had been passed at a General	58.		

	Meeting of the Church duly convened and held.			
	<b>VOTES OF MEMBERS</b>			
42.	Every member whose name appears on the Register of Members shall have one vote.	59.		
43.	On a poll, votes may be given either personally or by proxy.	60.		
44.	The instrument appointing a proxy shall be in writing under hand of the appointer or of his attorney duly authorised in writing. A proxy must be a member of the Church.	61.	The instrument appointing a proxy shall be in writing under the hand of the appointer or his attorney duly authorized in writing. An instrument of proxy purporting to appoint a member who is already a proxy for two (2) other members shall be invalid. A proxy must be a member of the Church.	This provision serves to limit the number of proxies to two.
45.	The instrument appointing a proxy and the power of attorney or other authority if any, under which it is signed or a notarially certified copy of that power of authority shall be deposited with the secretary of the Church or as may be specified by the Church Board for that purpose in notice convening the meeting, not less than 7 days before the time for holding the meeting for adjourned meeting at which the person named in the instrument proposes to vote, or in the case of a poll not less than 24 hours before the time appointed for the taking of the poll, and in default the instrument of proxy shall not be treated as valid.	62.		
46.	A vote given in accordance with the terms of an instrument of proxy shall be valid notwithstanding the previous death or insanity of the principal or revocation of the proxy or of the authority under which the proxy was executed. Provided that no intimation in writing certifying such death, or insanity, or of revocation as aforesaid shall have been received by the Secretary of the Church before the commencement of the meeting or	63.		

	adjourned meeting at which the proxy is used.			
	<b>BORROWING POWERS</b>			
47.	The Church Board may exercise all the powers of the Church to borrow money, and to mortgage or charge its undertaking and property, or any part thereof, and to issue debentures, and other securities, whether outright or as security for any debt, liability or obligation of the Church or of any third party.	64.		
	<b>THE SEAL</b>			
48.	The Church Board shall provide for the safe custody of the seal which shall only be used by the authority of the Church Board and every instrument to which the seal shall be affixed shall be signed by the Chairman and shall be countersigned by the Secretary or by some other person appointed by the Church Board for the purposes.	65.	The Church Board shall provide for the safe custody of the seal which shall only be used by the authority of the Church Board and every instrument to which the seal shall be affixed shall be signed by a <b>Board Member</b> and shall be countersigned by the Secretary or <b>another Board Member</b> appointed by the Church Board for the purposes.	To follow standard practice.
	<b>ACCOUNTS</b>			
49.	The Church Board shall cause proper books of accounts to be kept with respect of:-	66.	<b>The Church Board shall cause proper books of accounts and other records to be kept; distribute copies of financial statements and other documents as required by the Act.</b>	
	(a) all sums of money received and expended by the Church and the matters in respect of which the receipt and expenditure take place;		<b>DELETED</b>	Details unnecessary
	(b) all sales and purchases of goods by the Church; and		<b>DELETED</b>	
	(c) all assets and liabilities of the Church.		<b>DELETED</b>	
	Proper books shall not be deemed to be kept if		<b>DELETED</b>	

	there is absent what is necessary to give a true and fair view of the state of the Church's affairs and to explain its transactions.			
50.	The books of account shall be kept at the registered office of the Church, or subject to Section 167 (3) of the Act , at such other place or places as the Church Board may think fit and shall always be open to the inspection of any member of the Church Board.	67.	Subject to the provisions of Section 199 of the Act, the books of account shall be kept at the registered office of the Church or at such other place or places as the Church Board may think fit.	
51.	The Church Board shall from time to time in accordance with Section 169 of the Act, cause to be prepared and to be laid before the Church in General Meeting such accounts, balance sheets, group accounts (if any) and reports as are referred to in the section.	68.	No member (who is not a Board Member) has any right of inspecting any account or book or document of the Church except as conferred by the Act or any applicable law.	
	<b>AUDIT</b>			
52.	Auditors shall be appointed and their duties shall be regulated in accordance with Section 172 of the Act.	69.	Auditors shall be appointed and their duties shall be regulated in accordance with Section 205 of the Act.	
	<b>NOTICES</b>			
53.	Notices of Meetings may be given by the Church to any member by posting the notice on the Church Notice Board at the Church Premises for the time being or by printing the notice on the Church Bulletin, if any or by announcements at the Church Services held at the Church premises or elsewhere for such period(s) as required by the Act.	70.	Any notice or document (including without limitation any accounts, balance sheet, report or other document) which is required or permitted to be given, sent or served under the Act or under these Regulations by the Church or the Board Members to a member, or any officer or auditor may be given, sent or served using electronic communications to the current address of that person.	New provisions under the Companies Act to allow for notice by electronic means
		71.	For the purpose of Sections 387A and 387B of the Act, the current address of any member, officer or auditor, in relation to any notice or document, is a number or address used for electronic communication which has been notified	

			by such person in writing to the Church as the one at which that notice or document may be sent to him; and the Church has no reason to believe that that notice or document sent to such person at that address will not reach him. The number or address used for electronic communication which has been notified by such person in writing to the Church shall be and deemed to be the one at which that notice or document may be sent to him unless such person states otherwise.	
		72.	Notice of every General Meeting must be given in any manner authorised in these Regulations to every member; and the auditor for the time being of the Church. No other person is entitled to receive notices of General Meetings.	
			<b>WINDING UP</b>	
		73.	The Church shall not be wound up, except with the consent of a majority of the total membership of the Church for the time being expressed either in person or by proxy at a general meeting convened for the purpose. If upon the winding up or dissolution of the Church or in the event the Church ceases to be a registered charity under the Charities Act, there remains after the satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid to or distributed among the members, but shall be donated to charitable organization(s), or Institution(s) of a Public Character, when the Church is an Institution of a Public Character, as the case may be, with similar objectives in Singapore which is(are) registered under the Charities Act, as determined by the members of the Church at or before the time of dissolution or cessation as a registered charity. Notice of the winding up of the Church shall be given to the Registrar of Companies and the Commissioner of	This is a requirement by COC.

			Charities within 7 days of the passing of the resolution to wind up the Church.	
			The persons whose names and addresses are set out below are the first subscribers to the original Memorandum and Articles of Association (Constitution).	
			Names, Addresses and Description of the First Subscribers.	
			CHANG WEE LEE CHOY HON YIN CHUA ENG BUNG GOH HIANG FONG LAU KIM THIAM LIM KIM SOON TAY SOON HOE YONG LI YUN, EVELYN	