

An MND Statutory Board
In Collaboration with



BCA BC BMSC/CIR/2023/1

26 June 2023

Management Corporation
Chairperson/ Secretary/ Council Members

For enquiries, please contact:
Building Plan & Management Group
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Dear Sir/Madam

CONDUCT OF GENERAL MEETINGS: OPTIONS FOR IN-PERSON, FULLY VIRTUAL, OR PARTIALLY VIRTUAL MEANS

1 We refer to our [circular dated 16 December 2022 on “Convening of General Meeting In-Person or Via Electronic / Partial Electronic Means”](#) which informed that under the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings) Orders, Management Corporations (“**MCSTs**”) are permitted to hold their general meeting either in-person, by electronic or partial electronic means till 30 June 2023.

2 This circular is to inform all MCSTs that with effect from 1 July 2023, MCSTs will have the option to conduct general meetings in-person, fully virtual or partially virtual means (i.e., in-person and virtual means concurrently) under the Building Maintenance and Strata Management Act 2004 (“**BMSMA**”).

3 BCA, jointly with the Association of Property and Facility Managers (APFM) and the Association of Strata Managers (ASM), have come up with guidance notes to highlight the key requirements and provide good practices on the conduct of general meetings via fully or partially virtual means (refer to **Annexes A and B**).

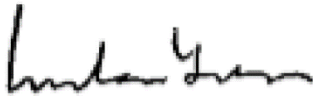
4 We wish to highlight that under Section 27(1) of the BMSMA, an MCST shall hold its Annual General Meeting (“**AGM**”) in each calendar year and not more than 15 months from the last preceding AGM. MCSTs are reminded to observe the timeline on holding the AGM. For more information on general meetings, MCSTs may refer to the First Schedule to the BMSMA at <https://sso.agc.gov.sg/Act/BMSMA2004?ProvIds=Sc1-#Sc1->.

Thank you.

Yours faithfully



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Annex A: Guidelines for MCSTs Conducting General Meetings Via Fully Virtual/Partially Virtual Means

The First Schedule and Second Schedule to the Building Maintenance and Strata Management Act 2004 (“**BMSMA**”) have been amended to provide all Management Corporations (“**MCSTs**”) the option to conduct general meetings (annual general meeting or extra-ordinary general meeting) by fully virtual means or by a hybrid of virtual and in-person means concurrently (“**Partially Virtual Means**”).

Should an MCST wish to conduct the next general meeting in accordance with the amendments to the BMSMA, the MCST may refer to the guidelines (Annex A) and Q&A (Annex B). The guidelines and Q&A do not provide a legal interpretation of or legal advice on the BMSMA.

For the full set of provisions, MCSTs should refer to the First Schedule and Second Schedule to the BMSMA for more information. MCSTs should seek professional legal advice if they need to determine specific legal rights and duties applicable to them.

Key Parameter	Fully Virtual Means	Partially Virtual Means
(1) Method of access	All attendees can attend the meeting electronically (i.e., log in to an electronic platform through a user ID and password).	All attendees can attend the meeting either in-person at the specified venue or electronically (i.e., log in to electronic platform through a user ID and password).
(2) Mode of Communication	All attendees should be able to communicate electronically during the meeting (e.g., through an online teleconferencing system).	All attendees attending in-person or electronically should be able to communicate during the meeting through a proper teleconferencing system.
(3) Quorum	Quorum formed on the electronic meeting platform stated in the notice of meeting.	Quorum formed based on attendees at a physical venue as well as attendees on the electronic meeting platform stated in the notice of meeting.
(4) Chairing of meeting	Chairperson/Council to chair the meeting on the electronic platform and should be capable of communicating with the attendees electronically.	Chairperson/Council may chair the meeting either in the physical venue or on the electronic platform and should be capable of communicating with the attendees attending the meeting in-person and electronically.

Key Parameter	Fully Virtual Means	Partially Virtual Means
(5) Voting process	<p>Use of electronic device(s) to cast votes on an electronic voting platform.</p> <p>MCSTs may conduct a trial run of the voting process to ensure that the voting platform and devices are working; and that all attendees are familiar with the voting process, before proceeding with the actual voting.</p>	<p>Votes can be cast in-person via hardcopy voting slips into a ballot box and/or electronically using electronic device(s) on an electronic voting platform.</p> <p>If only an electronic voting platform is used, the MCST should have support in place for the attendees. Electronic voting devices for voting should be made available at the physical venue for attendees who may require them.</p> <p>MCSTs may conduct a trial run of the voting process to ensure that the voting platform and devices are working; and all attendees are familiar with the use of the voting process, before proceeding with the actual voting.</p>
(6) Election of Council Members	<p>Chairperson calls for nominations from Subsidiary Proprietors (SPs) who attend electronically.</p> <p>Elections conducted using an electronic voting platform.</p>	<p>Chairperson calls for nominations from SPs who attend in-person and SPs who attend electronically.</p> <p>Elections conducted with votes cast in-person using hardcopy voting slips and ballot, and/or electronically via an electronic voting platform.</p> <p>If only an electronic voting platform is being used, the MCST should have support in place for the attendees. Electronic voting devices for voting should be made available at the physical venue for attendees who may require them.</p>
(7) Proxies	<p>Proxies can be appointed to attend and vote on SPs' behalf electronically.</p> <p>Either an original certified hardcopy of the proxy form is to be submitted to the registered address of the MCST; or an electronic copy of the proxy form to the electronic address of the MCST, at least 48 hours prior to the commencement of the meeting.</p>	<p>Proxies can be appointed to attend and vote on SPs' behalf in-person or electronically.</p> <p>Either an original certified hardcopy of the proxy form is to be submitted to the registered address of the MCST; or an electronic copy of the proxy form to the electronic address of the MCST, at least 48 hours prior to the commencement of the meeting.</p>

Annex B: Questions and Answers (Q&As) for Conducting General Meetings of MCSTs Via Fully Virtual/ Partially Virtual Means

Q1. Who can decide on the mode of the general meeting (i.e., adopting in-person, fully or partially virtual means)?

A1. The Council can decide which mode to conduct the next general meeting – in-person, fully virtual or partially virtual means. Before deciding on the most appropriate mode of conducting the meeting, the Council should, as a good practice:

- (i) solicit feedback from the Subsidiary Proprietors (SPs) on their preferred mode of attending a general meeting; and
- (ii) ensure SPs have access to the technology to attend the general meeting.

Should any SPs have concern over the Council's decided mode of general meeting, they may table a motion at a general meeting to pass an ordinary resolution to decide on the mode of the subsequent general meeting(s).

Q2. How should the notice and the accompanying documents (i.e., copy of minutes of latest general meeting, statement of accounts and auditor's report) of general meeting be served on SPs?

A2. An MCST shall serve a notice of a general meeting on every SP at least 14 or 21 days before the general meeting, as the case requires, in accordance with the BMSMA. The MCST should clearly specify the mode adopted for the general meeting in the notice. The notice to SPs shall contain information including, among others, date and time of the meeting and:

- (i) 'physical' in-person means (if applicable) – venue of the meeting;
- (ii) 'electronic' means (if applicable) – use of and access to the relevant virtual meeting technology and electronic voting system.

Regardless of the mode adopted for the conduct of general meeting, if an MCST emails the notice of meeting to an SP, the MCST is also required to send a physical hard copy of the notice to the same SP.

The notice may include the address of an online location (e.g., weblink or QR code) at which the accompanying documents are published. If an SP wishes to have the hard copy of the accompanying documents, the SP has to make the request to the MCST at least 48 hours before the general meeting. The MCST shall provide the accompanying documents to the SP at no cost. SPs are encouraged to make such requests as early as possible.

Q3. Can notices served for fully and partially virtual meetings be served in the same manner as physical meetings?

A3. The mode of serving notices for general meetings is independent of the mode of the meetings. MCSTs should serve notices as per the manner described in Q2. For more information, MCSTs may refer to Strata Management Guides at <https://www1.bca.gov.sg/regulatory-info/building-maintenance-and-strata-management/management-corporation-strata-title-mcst/strata-management-guides>.

Q4. What should MCSTs take note of, when planning for the mode of general meeting held on or after 1 July 2023?

A4. For general meetings held on or after 1 July 2023, the amended provisions relating to the proceedings of general meeting under the BMSMA will apply.

If the MCST has sent a notice of general meeting before 1 July 2023 for a general meeting to be held on or after 1 July 2023, stating that the meeting is held fully in-person:

- (i) no new notice is required if there are no changes to the meeting arrangements (including the mode of conducting the meeting);
- (ii) if the MCST wishes to hold the meeting using partially virtual means, the MCST has the option to convert the fully in-person meeting to a partially virtual meeting (but not a fully virtual meeting). This is to ensure that SPs who prefer in-person meetings, can still attend physically via a partially virtual meeting. In such instance, a new notice should be served on SPs in accordance with the current timelines under the BMSMA (at least 14 or 21 days, as may be applicable). This may also require the MCST to reschedule the date of holding the general meeting to a later date.

Q5. How will the voting process be like for a meeting via partially virtual means?

A5. On the voting process, SPs/proxies who are attending the meeting in-person may cast their votes either via hardcopy voting slips into the ballot box or electronically via the electronic voting system (if provided by the MCST). This voting process also applies to fully in-person general meetings. SPs/proxies who attend virtually will vote via electronic means. The MCST should put in place measures to ensure that there will be no duplicate votes cast by any SP/proxy.

The Chairperson should ensure the voting process is properly conducted, and compute the voting results using votes (i) gathered from the voting slips and (ii) generated by the electronic voting system, and then declare if the resolution is passed or defeated.

MCSTs shall ensure any declarations of the voting results of the motions or resolutions, as well as the election of Council members, made by the Chairperson of the general meeting are communicated to **all SPs** in the meeting. For example, depending on the system used, this can be made through a microphone (for teleconferencing) on loudspeaker or in front of the video camera (for video teleconferencing), for which recordings can be made. Furthermore, the MCST should ensure all records of the voting process are retained for verification purposes.

Q6. If an SP has technical issues such as logging in, disconnection, unable to hear, see or vote, etc., via virtual means, what should the SP do?

A6. As a good practice, MCSTs should have a hotline that attendees can call and troubleshoot. MCSTs can also provide a physical venue where any SPs, who require assistance for the meeting, can go to.

Q7. What should the MCST do to ensure a smooth conduct of the general meeting via virtual means?

A7. MCSTs should assess the technical limitations of the facilities used to host their meetings, before proceeding (e.g., network bandwidth for hosting a meeting virtually, technical compatibility of IT equipment, etc.).

Q8. Why are MCSTs now allowed to hold fully or partially virtual meetings in addition to physical general meetings?

A8. We had received feedback from some MCSTs that holding fully or partially virtual meetings provides more flexibility for SPs to attend general meetings. As such, we are giving MCSTs the option to decide on the mode of meeting that will best meet the needs of their SPs.