



15 STRATA MANAGEMENT GUIDE

Writing a Motion and Different
Types of Resolutions



Preamble

This series of Strata Management Guides, published by the Building and Construction Authority (“**BCA**”), is intended to help councils of the management corporations (“**MCs**”), subsidiary proprietors (“**SPs**”), council members and Managing Agents (“**MA**s”) better manage their estates.

The guide sets out recommended procedures and good practices to address common issues (e.g. how to conduct a general meeting, how to make requisitions for motions, etc).

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

Disclaimer

This guide has been prepared to provide practical information on the Building Maintenance and Strata Management Act (“**BMSMA**”) and regulations made under the BMSMA (“**BM(SM) Regulations**”).

This guide:

- Does not provide a legal interpretation of provisions in the BMSMA or BM(SM) Regulations; and
- Is not a substitute for independent legal advice.

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

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

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Good Practice



Example

Abbreviations

AGM	-----	Annual General Meeting
BMSMA	-----	Building Maintenance and Strata Management Act 2004
BM(SM) Regulations	-----	Building Maintenance (Strata Management) Regulations 2005
MA	-----	Managing Agent
MCST	-----	Management Corporation Strata Title
MC	-----	Management Corporation
SP	-----	Subsidiary Proprietor



01 Introduction

- 1.1 Other than the MC putting up motions, any SP can make a written requisition to the Secretary to include a motion in the agenda of a general meeting. A motion is a proposal for a decision on a certain matter to be made. If the requisite resolution is passed in respect of a motion, the decision becomes binding on all residents in the development.
- 1.2 Sometimes a resolution may not be required or necessary. Certain matters can be decided by the council without the need for a general meeting. Typically, these are matters involving the day-to-day running of the estate which the council can decide on. In general, the decision of a council on any matter, *other than a restricted matter*, shall be the decision of the MC [section 58(1) of the BMSMA].
- 1.3 As a good practice, the council may consider exercising caution when using the management funds and include a motion on such usage in the agenda of a general meeting, for improved accountability and estate governance.



02 List of Motions to be Included in the Agenda of the First AGM

(Section 26(3) of the BMSMA)



2.1 The agenda for the first AGM of an MC constituted in respect of a strata title plan comprising any development shall consist of the following motions.

List of motions to be included for the first AGM:

- To elect a council in accordance with section 53¹ where there are more than 3 SPs;
- To determine the amount to be raised for the management fund and the sinking fund;
- To decide whether insurances effected by the owner developer of the development should be varied or extended;
- To decide the matters that shall be determined only by the MC at a general meeting;
- To appoint a MA, if the MC so desires, and to determine the powers, duties or functions of the MC to be delegated to the MA; and
- To receive and, if considered fit, to adopt the audited annual accounts of the MC for the period starting from the date the MC is constituted and ending on a date not earlier than 4 months before the first AMG.



¹ Section 53 provides that the election of councils of the MC is to be determined in a general meeting, including the number of council members not exceeding 14, where a chairperson, a secretary, a treasurer, and a member of council is to be appointed. See Annex A of Guide 4 on “**Proceedings of a General Meeting**” for workflow on Election of council member of MC.

03 List of Motions to be Included in the Agendas of Subsequent AGMs (not exhaustive)



(Paragraphs 1(3)(b), (ba) and (c) of First Schedule to the BMSMA)

3.1 The following are some of the common motions raised by the MC at a general meeting, including contribution to management funds and changing of by-laws.



Examples of motions raised by the MC

To be included in the notice and agenda of the general meeting:

- ☒ To adopt the audited accounts of the MC for the previous financial year
- ☒ To confirm the minutes of the previous general meeting
- ☒ To decide on the number of members of the council to be elected
- ☒ To elect members of the council
- ☒ To determine the amount to be raised for the management fund and the sinking fund / To revise the contribution rates towards the management fund and sinking fund
- ☒ To approve the proposed annual budget of the MC for the new financial year
- ☒ To decide if any matter or type of matter is to be determined only by the MC in a general meeting
- ☒ To appoint an auditor
- ☒ To report on the insurance coverage and review the adequacy of the insurance of the MC / To decide whether insurance effected by the owner/developer of the development is to be varied or extended
- ☒ To appoint a MA, if the MC so desires, and to determine the powers, duties or functions of the MC that are to be delegated to the MA



Examples of motions raised by the MC

Optional (depending on the situation):

- ✓ To pass, add, amend or repeal by-laws
- ✓ To install or provide additional facilities or make improvements to the common property for the benefit of the SPs constituting the MC, or change the use of the facilities
- ✓ Other matters (e.g. car parking, improvement works or to determine that interest shall not be imposed on unpaid contributions)

3.2 The following are some of the motions that SPs can raise at any general meeting.



Examples of motions raised by SPs

- ✓ To discuss matters pertaining to the interest of individual units, e.g. feedback between MC / neighbours
- ✓ To discuss matters pertaining to common property
- ✓ Any other restricted matters imposed on MC





04 Who Can Make the Requisition and to Whom?

(Paragraph 12 of First Schedule to the BMSMA)

Subsidiary Proprietor (SP)

- 4.1 Any SP who wishes to address their concerns can make a requisition for a motion to be included in a general meeting. Written notice must be given to the Secretary who must then put the motion on the agenda for the next general meeting. Only motions provided in the agenda can be voted on. **As a good practice, the written notice must set out the motion, name of the SP who made the requisition and an explanatory note.**
- 4.2 If agenda notices of a general meeting have already been sent out, the Secretary shall include the motion in the following general meeting.



Good Practice: Tenants who are non-SPs will not be allowed to requisition a motion.

Some tenants would like to ask that an issue be tabled at the next general meeting, but they are unable to do so as they are not SPs.

What can SPs do?



Tenants who wish to make a requisition of any motion should request the landlord to do so on their behalf.

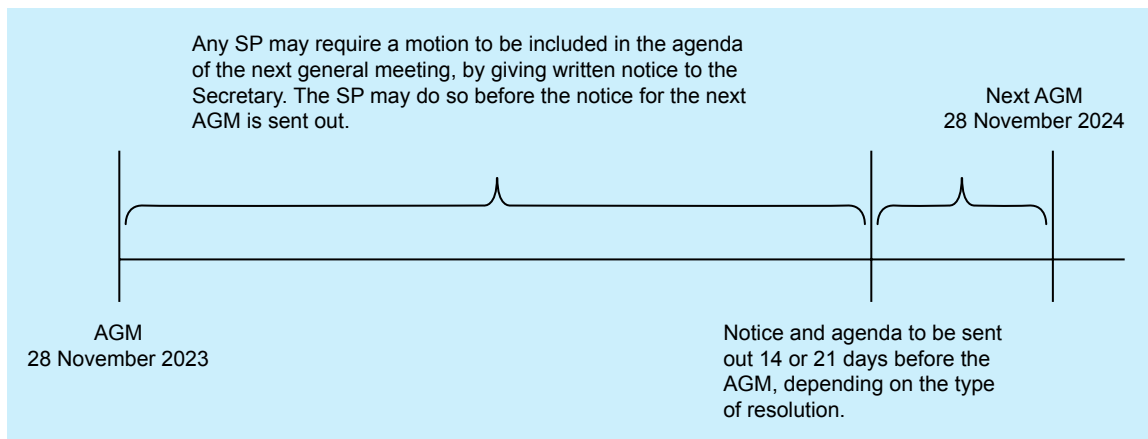


05 When to Put Up the Requisition for Motion?

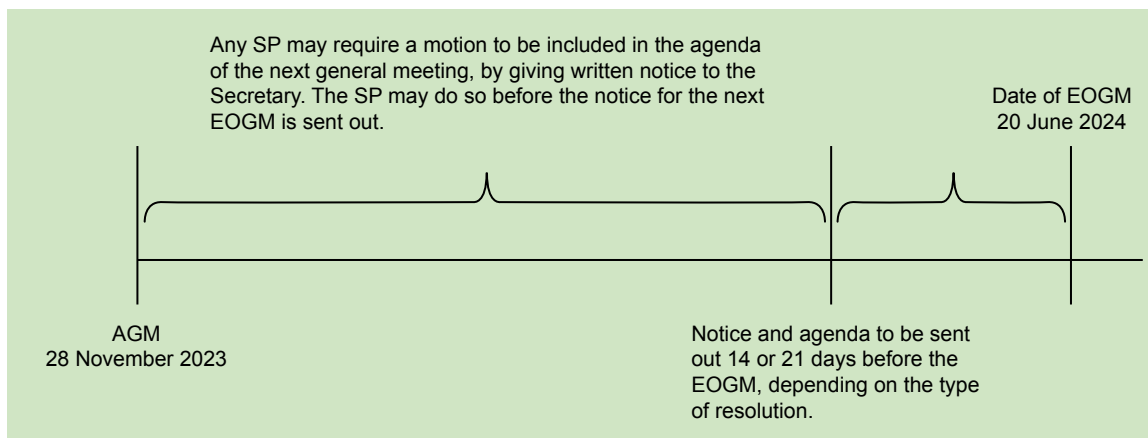
(Paragraph 12 of First Schedule to the BMSMA)

- 5.1 The SP may requisition for a motion before the agenda notice of an AGM or Extraordinary General Meeting (EOGM) is sent out.² It is **good practice for the MC to send a circular to all SPs notifying them of the tentative date of the next general meeting**, so that the SPs can make the requisition before the agenda notice is sent out.³ However, it is not a requirement in the BMSMA for the MC to provide advance notice to SPs to requisition for motions.

AGM



EOGM



² In addition to an AGM (which is typically held annually, or within 15 calendar months from the last general meeting), an MC may hold general meetings during the course of a year. These meetings are known as **Extraordinary General Meetings (EOGMs)**. An EOGM can be convened at any time to consider any matters of concern to the council of the MC or SPs. Please see Guide 3 on "**Preparation for a General Meeting**" for more information.




³ Please see Guide 3 on "**Preparation for a General Meeting**" on the notice periods for general meetings.



06 How to Write a Motion?

- 6.1 A motion should be written clearly and concisely. It must state its intention and should be phrased in such a way that allows SPs to vote for or against the motion.
- 6.2 Persons writing a motion may approach the MAs or lawyers for legal advice on drafting a motion, if they are unsure how to go about doing it.
- 6.3 The phrasing of a motion may differ, depending on the type of motion that is to be tabled.

Recommendations on how some standard motions may be drafted

Type of motion	
	Confirm the minutes of the last general meeting <div> <input checked="" type="checkbox"/> To consider and if approved, confirm the Minutes of the 5th AGM held on 20 December 2022. </div>
	Adopt the Audited Accounts <div> <input checked="" type="checkbox"/> To consider and if approved, adopt the Audited Accounts for the period from 1 September 2022 to 31 August 2023. </div>
	Management Fund and Sinking Fund <div> <input checked="" type="checkbox"/> To consider and if approved, resolve that the Management Fund contribution with effect from 1 January 2023 shall be maintained at / increased to \$XX.XX per share value per month or any other amount as determined at the Meeting, and that the contribution is to be paid quarterly in advance on the 1st days of January, April, July and October. <input checked="" type="checkbox"/> To consider and if approved, resolve that the Sinking Fund contribution with effect from 1 January 2023 shall be maintained at / increased to \$XX.XX per share value per month or any other amount as determined at the Meeting, and that the contribution is to be paid quarterly in advance on the 1st days of January, April, July and October. </div>



Appointment of Auditor

- ✓ To consider and if approved, resolve that the incoming Council be empowered to appoint or terminate an auditor for the MC for the period until the conclusion of the next AGM of the MC and to authorise the Council to determine the fees and expenses of the Auditor.



Appointment of Managing Agent

- ✓ To consider and, if approved, resolve that the incoming Council be empowered to appoint or terminate a MA for the MC for the period until the conclusion of the next AGM of the MC and to authorise the Council to determine the fees and expenses of the MA.
- ✓ To consider and, if approved, resolve that the Council be empowered to determine which powers, duties and functions of the MC may be delegated to the MA.



Election of Council of the Management Corporation

- ✓ To determine the number of members for the 6th Management Council.
- ✓ To elect members of the 6th Management Council.
- ✓ To empower the incoming Management Council to appoint office bearers and bank signatories of the MC.
- ✓ To decide what matters or class of matters, if any, shall be determined only by the MC in a General Meeting.



Determine the interest for late contributions

- ✓ To consider and if approved, resolve that interest at the rate of XX% per annum or any rate as determined at the Meeting, calculated on a daily basis, be levied if payment for contributions and charges due to the MC is received thirty (30) days after the due date.



Resolution to determine that interest shall not be imposed on unpaid contributions

- ✓ To consider and if approved, resolve that interest shall not be imposed on unpaid contributions due from the following strata unit(s):

Block/Tower #XX-XX: Interest: \$_____



07 Amending a Motion

(Paragraph 1(4) of the First Schedule to the BMSMA)

- 7.1 Paragraph 1(4) of the First Schedule to the BMSMA allows a motion to be submitted at a general meeting and for an initial motion already included in the agenda notice of the general meeting to be amended, provided the amendment does not change the subject matter of the initial motion. This is an option for the SPs present, in person or by proxy, at the general meeting to collectively decide whether to exercise or use (and not a must to exercise or use). The motion to amend an initial motion should be subject to voting by SPs at the general meeting. If the requisite resolution is passed for the motion to amend the initial motion, the initial motion is amended, and the amended initial motion can then be put up for voting. If the requisite resolution is not passed for the motion to amend the initial motion, the initial motion is not amended, and the unamended initial motion can then be put up for voting.



Good Practice: Amending a motion

The MC intends to pass a special resolution to approve the budget for a playground at \$X and has given the requisite notice. During the meeting, the SP wants to change the proposed budget to \$Y.

What should the MC do?



At the meeting, the MC should pass an ordinary resolution in respect of a motion to amend the initial motion to state the budget revision from \$X to \$Y. The amended motion can then be discussed and decided on at the meeting.



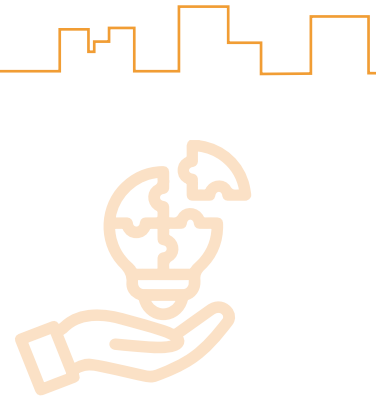


08 Motions Out of Order

(Paragraph 4 of the First Schedule to the BMSMA)

- 8.1 The Chairperson may rule that a motion submitted at the meeting is out of order if they consider that the motion conflicts with the BMSMA, the by-laws or would otherwise be unlawful or unenforceable. In this regard, it may also be prudent for the Chairperson to consult the MA and / or a lawyer.





09 Resolutions

- 9.1 Resolutions are decisions made by the MC. Owners can decide for themselves how their estate should be managed through the passing of resolutions. There are different types of resolutions that should be obtained, depending on the importance of the matters to be decided. For example, the agreement of all owners is required in a decision not to insure the buildings in an estate against damage by fire. On the other hand, the appointment of a MA only requires a simple majority. Depending on the motion to be passed, notices must be given to each SP listed on the strata roll in accordance with the BMSMA. A motion to be decided by an ordinary resolution requires at least 14 days notice before the meeting. All other motions require notices of at least 21 days before the meeting.
- 9.2 There are six types of resolutions: Ordinary Resolution, Special Resolution, Unanimous Resolution, 90% Resolution, Comprehensive Resolution and Resolution by Consensus.

Type of resolution



Resolution by Consensus

After a general meeting has been held to consider the motion, a period of 12 weeks has to be given for SPs to cast their votes. At the end of the 12 weeks, all SPs in the MC must agree in writing in order for the motion to be passed. The motion cannot be supported if even one SP abstains from voting or does not agree.



A resolution by consensus is required in making a decision not to insure the buildings in an estate against fire damage. Although the buildings should be insured, the MC can decide otherwise with the written agreement of all the SPs.



Comprehensive Resolution

Unlike resolution by consensus, this resolution does not require the consent of all SPs. The resolution can be passed if the SPs in favour of the motion make up at least 90% of the estate's total share values. However, a period of 12 weeks has to be given for SPs to cast their votes as well.



A proposal to change from an existing single-tier MC system to a two-tier MC system can be passed through a comprehensive resolution.



Unanimous Resolution

This type of resolution is decided on the day of the general meeting by SPs who are present at the meeting. They can be physically present at the meeting to cast their votes or they can vote through proxy. A motion can be passed if all the valid votes cast at the meeting are in favour of it. However, the motion cannot be carried even if there is one SP who is present at the meeting and who disagrees with it.



A unanimous resolution is needed to allow the water pipes of another estate to pass through the estate.



90% Resolution

The 90% resolution is also decided on the day of the general meeting by SPs who are present at the meeting. In this case, a motion can be passed when the SPs present at the general meeting who vote for the resolution constitute at least 90% of the share value of all the valid votes cast at the meeting.



A 90% resolution is required to allow an SP to carry out improvement works to his unit that increases the floor area of the development. Such improvements may include roofing a private enclosed space.



Special Resolution

This resolution is also decided by the SPs who are present at the meeting. The resolution is passed when the SPs present at the meeting and who vote for the resolution constitute at least 75% of the share value of all the valid votes cast at the meeting.



The decision to make by-laws under section 32 of the BMSMA requires a special resolution.



Ordinary Resolution

This resolution is decided by the SPs who are present at the meeting. The resolution is passed when SPs are present at the meeting and who vote for the resolution:

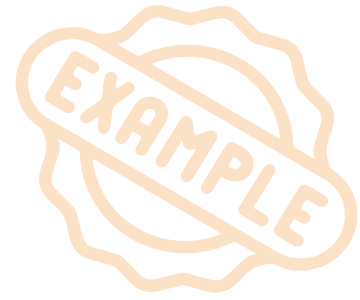
- If no poll is taken – the number of valid votes counted for the motion are more than the valid votes counted against the motion; or
- On a poll – the total of the share value of the lots for which valid votes are counted for the motion is more than the total of the share value of the lots for which valid votes are counted against the motion.



The decision to appoint a MA can be made through this resolution.

9.3 There are always queries as to which is the correct resolution to be used as the BMSMA may not necessarily cover the explicit scenario. Even though there are some examples of resolutions stated in the BMSMA, the aim of the following section is to provide greater clarity on the type of resolution to be used in different scenarios/applications which all stakeholders should take note of.

10 Examples of the Types of Resolutions Required for Specific Applications Stated in the Act



S/N	Type of Resolution	Examples of Application	BMSMA Section
1	Resolution by Consensus (Section 2(7) of the BMSMA)	Use other methods instead of share value to levy contributions to the management fund and sinking fund	41(8)
2		Not to insure buildings against fire damage	70(1)
3		Terminate the MC	84(1)
4	Comprehensive Resolution (Section 2(6) of the BMSMA)	Use other methods instead of share value to levy additional contributions where any common property is altered or any structure is erected on the common property	41(6)
5		Change from existing single tier MC to two-tier MC	78(1)
6		Alter the boundaries of common property and limited common property between a MC and sub-MC or between sub-MCs	78(6) & (7)
7		Dissolve sub-MC	84(2)
8	Unanimous Resolution (Section 2(4) of the BMSMA)	Create a restrictive legal agreement (i.e. covenant) or right of way over another's property (i.e. easement)	35(1)
9	90% Resolution (Section 2(5) of the BMSMA)	Make by-law to confer on the SP the exclusive use of common property for a period that exceeds three years	33(1)(c)
10		Transfer or lease part of the common property for a period that exceeds three years	34(1)
11		Authorise improvements to the SP's lot which increase the gross floor area of the strata development	37(2)

S/N	Type of Resolution	Examples of Application	BMSMA Section
12	Special Resolution (Section 2(3) of the BMSMA)	Provide additional facilities or make improvements to common property	29(1)(d)
13		Make by-laws	32(3)
14		Make by-laws to confer on the SP the exclusive use of common property for a period between one and three years	33(1)(b)
15		Lease part of the common property for a period between one and three years	34(2)(a)
16		Create additional common property by, for example, leasing land	34(3)
17		Amalgamate the common property of two or more MCs	34(5)
18		Grant rebate in maintenance contributions	41(9)
19		Recover contributions in arrears from an SP through enforced sale of their strata lot	43(3)
20		Erect structure on common property during initial period	50
21		Installation of Electric Vehicle (EV) charger owned and operated by the MC	29(1A)
22	Ordinary Resolution (Section 2(2) of the BMSMA)	Effect insurance in respect of any joint liability of SPs	71(1)(c)
23		Make by-law to confer on SP the exclusive use of common property for a period not exceeding one year	33(1)(a)
24		Removal of council member due to misconduct, neglect of duty, incapacity or failure to carry out duties satisfactorily	54(2)(b)
25		Appointment of MA	66(1)
26		Delegate powers, duties and functions to MA	67(3)
27		Lease or rent of common property for installation of EV charger for a period of less than 10 years	34A(1)(a)

**Good Practice: Including the Type of Resolution in the Motion**

When drafting a motion, one could consider including the types of resolutions that need to be passed in respect of the motion. Some examples are as follows:



To resolve by way of a special resolution and, if approved, that the refundable deposit for renovation and bulky delivery within the development be increased from S\$500 to S\$1000.



To resolve by way of a special resolution and, if approved, the installation of new CCTV cameras (non-cabling) at the gourmet pavilion at a budget not exceeding S\$5000.



To resolve by way of an ordinary resolution and, if approved, adopt the statement of accounts of the MC prepared for the period from 1 June 2022 to 31 May 2023 in accordance with section 38(10) of the BMSMA 2004 and the auditor's report on the statement of accounts of the MC.

**Good Practice: Installation of EV Chargers**

MCs may consider installing EV chargers for their development. When doing so, MCs could also consider enacting by-laws relating to the use of parking lots for electric vehicles.

For more information on the use of EV chargers, please refer to [LTA's guide on EV](#).



Good Practice: Improvement to Common Facilities / Common Areas

(A) Installation of CCTV cameras for deterrence of high-rise littering / safety of residents etc.

Section 29(1)(d) of the BMSMA provides that the MC, may, when directed by a special resolution, carry out improvement or enhancement works on the common property.

The MC may refer to section 29(1)(d) of the BMSMA for guidance, to determine if a resolution is to be passed at a general meeting for the proposed work (in respect of the installation of CCTVs).

It would also be prudent to refer to relevant legislations like the Personal Data Protection Act (PDPA) for guidance.

When in doubt on the applicability of provisions, the MC should obtain legal advice.

(B) Provision of vending machines, e.g. POPStation

If the MC leases a part of the common property to an external vendor / operator to place their vending machine, the MC would need to pass a resolution, and the requisite resolution depends on the duration of the lease (ordinary resolution — for a lease of up to 1 year; special resolution — for a lease of up to 3 years)

References:

BMSMA 2004 – *Sections 2, 26(3), 58(1)*
First Schedule to the BMSMA 2004



Building and Construction  Authority

52 Jurong Gateway Road #11-01,
Singapore 608550