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COVID-19 (TEMPORARY MEASURES) ACT 2020
(ACT 14 OF 2020)

COVID-19 (TEMPORARY MEASURES)
(ALTERNATIVE ARRANGEMENTS FOR MEETINGS FOR
CHARITIES, CO-OPERATIVE SOCIETIES AND
MUTUAL BENEFIT ORGANISATIONS)
ORDER 2020

ARRANGEMENT OF PARAGRAPHS

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In exercise of the powers conferred by section 27 of the COVID-19 (Temporary Measures) Act 2020, the Minister for Law makes the following Order:

Citation and commencement

1. This Order is the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Charities, Co-operative Societies and Mutual Benefit Organisations) Order 2020 and is deemed to have come into operation on 27 March 2020.

Definitions

2. In this Order, unless the context otherwise requires —

“charity”, “exempt charity” and “governing board members” have the meanings given by section 2(1) of the Charities Act (Cap. 37);

“co-operative society” has the meaning given to “society” by section 2(1) of the Co-operative Societies Act (Cap. 62);

“delegate” has the meaning given by section 2(1) of the Co-operative Societies Act;

“electronic means” means electronic communication, video conferencing, tele-conferencing or other electronic means;

“meeting” means —

(a) a general meeting of, or a meeting of a governing board of, any of the following charities:

(i) a registered charity that —

(A) is a trust;

(B) is an unincorporated association that is not a registered society; or

(C) is established, formed or incorporated by an Act of Parliament;

(ii) an exempt charity, other than the following:

(A) any public body;

(B) any exempt charity set out in the Schedule to the Charities (Exempt Charities) Order (Cap. 37, O 2);

(b) a general meeting of members of a co-operative society;

(c) a meeting of delegates of a co-operative society; or

(d) a general meeting of a registered organisation;

“member” —

- (a) in the case of a meeting of a charity, means a member of the charity;
- (b) in the case of a general meeting of members of a co-operative society, means a member of the co-operative society and includes an individual person or institution mentioned in the definition of “member” in section 2(1) of the Co-operative Societies Act; and
- (c) in the case of a general meeting of a registered organisation, means a member of the registered organisation;

“mutual benefit organisation” and “registered organisation” have the meanings given by section 2 of the Mutual Benefit Organisations Act (Cap. 191);

“public body” has the meaning given by section 2(1) of the Public Sector (Governance) Act 2018 (Act 5 of 2018);

“registered charity” means a charity registered under section 5 of the Charities Act;

“registered society” has the meaning given by section 2 of the Societies Act (Cap. 311).

Control measures

3. This Order is made in respect of the following control measures:

- (a) the COVID-19 (Temporary Measures) (Control Order) Regulations 2020 (G.N. No. S 254/2020);
- (b) the Infectious Diseases (Measures to Prevent Spread of COVID-19) Regulations 2020 (G.N. No. S 185/2020).

Application

4. This Order sets out the alternative arrangements to personal attendance in respect of the following classes of meetings:

- (a) general meetings of, and meetings of governing boards of, any of the following charities:

-
-
- (i) a registered charity that —
 - (A) is a trust;
 - (B) is an unincorporated association that is not a registered society; or
 - (C) is established, formed or incorporated by an Act of Parliament;
 - (ii) an exempt charity, other than the following:
 - (A) any public body;
 - (B) any exempt charity set out in the Schedule to the Charities (Exempt Charities) Order;
 - (b) general meetings of members of co-operative societies;
 - (c) meetings of delegates of co-operative societies;
 - (d) general meetings of registered organisations.

Alternative arrangements for meetings of charities

5.—(1) The alternative arrangements for the convening, holding, conducting or deferral of a general meeting of, or a meeting of a governing board of, a charity to which this Order applies set out in the second column of the First Schedule apply in respect of the provisions of any written law or legal instrument relating to such a meeting set out in the first column of that Schedule.

(2) The alternative arrangements apply for the period starting on 27 March 2020 and ending on 30 September 2020.

Alternative arrangements for meetings of co-operative societies

6.—(1) The alternative arrangements for the convening, holding, conducting or deferral of a general meeting of members of a co-operative society, or a meeting of delegates of a co-operative society, set out in the second column of the Second Schedule apply in respect of the provisions of the written law or legal instrument relating to such a meeting set out in the first column of that Schedule.

(2) The alternative arrangements apply for the period starting on 27 March 2020 and ending on 30 September 2020.

Alternative arrangements for meetings of mutual benefit organisations

7.—(1) The alternative arrangements for the convening, holding, conducting or deferral of a general meeting of a registered organisation set out in the second column of the Third Schedule apply in respect of the provisions of the written law or legal instrument relating to such a meeting set out in the first column of that Schedule.

(2) The alternative arrangements apply for the period starting on 27 March 2020 and ending on 30 September 2020.

FIRST SCHEDULE

Paragraph 5(1)

ALTERNATIVE ARRANGEMENTS FOR MEETINGS OF CHARITIES

<i>First column</i>	<i>Second column</i>
<i>Provision of any written law or legal instrument</i>	<i>Alternative arrangement</i>
<p>1. Provision for convening, holding, conducting or deferral of a general meeting of, or a meeting of a governing board of, a charity</p>	<p>A general meeting of, or a meeting of a governing board of, a charity may be convened, held or conducted, whether wholly or partly, by electronic means.</p> <p>A general meeting of, or a meeting of a governing board of, a charity may be deferred to a date no later than 30 September 2020.</p>
<p>2. Provision for attendance at a general meeting of, or a meeting of a governing board of, a charity</p>	<p>A charity may provide that a member or person may only attend a general meeting of the charity by observing and listening to the proceedings of the meeting by electronic means, if access to both an audio broadcast and audio-visual broadcast is provided to the member or person.</p>

FIRST SCHEDULE — *continued*

<i>First column</i>	<i>Second column</i>
<i>Provision of any written law or legal instrument</i>	<i>Alternative arrangement</i>
	A governing board member may attend a meeting of a governing board of a charity by electronic means.
3. Provision for right or entitlement to be heard or to require representations to be read out at a general meeting of a charity	A member or person may be heard at a meeting by electronic means in the manner provided in item 4. A representation may be read out at a meeting by electronic means.
4. Provision for right or entitlement to speak on a resolution at a general meeting of a charity	A member or person may be required to send, before the meeting, to the chairman of the meeting, by post or electronic mail, the matters which the member or person wishes to raise at the meeting, and each such matter, if substantial and relevant and sent within a reasonable time before the meeting, is to be responded to at or before the meeting by electronic means.
5. Provision for quorum at a general meeting of, or a meeting of a governing board of, a charity	A quorum may be formed by members of the charity or governing board members personally or electronically present. A member is deemed to be present at a general meeting of a charity if the member has appointed the chairman of the meeting as the member's proxy to attend, speak and vote at the meeting, and the relevant quorum requirements are to be determined by the voting instructions and proxies submitted by the members prior to the commencement of the meeting.

FIRST SCHEDULE — *continued*

<i>First column</i> <i>Provision of any written law or legal instrument</i>	<i>Second column</i> <i>Alternative arrangement</i>
6. Provision for a member of a charity to vote at a general meeting of, or a meeting of a governing board of, a charity	<p>A member or governing board member is electronically present at a general meeting of, or a meeting of a governing board of, a charity if the member or governing board member —</p> <p>(a) attends the meeting in the manner provided in item 2;</p> <p>(b) is verified by the secretary of the charity, or a person appointed by the governing board of the charity, as attending the meeting in the manner provided in item 2; and</p> <p>(c) is acknowledged by electronic means by the chairman of the meeting as present at the meeting.</p> <p>A member may be required to appoint the chairman of the meeting as the member's proxy to vote at a general meeting of a charity by depositing with the charity an instrument of appointment by post, or by electronic mail to an electronic mail address stated in the notice of the meeting. A member may not vote at the meeting otherwise than by way of appointing the chairman of the meeting as the member's proxy.</p>

FIRST SCHEDULE — *continued*

<i>First column</i>	<i>Second column</i>
<i>Provision of any written law or legal instrument</i>	<i>Alternative arrangement</i>

Where a proxy is delivered by a member to the charity before 27 April 2020 —

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

FIRST SCHEDULE — *continued*

<i>First column</i>	<i>Second column</i>
<i>Provision of any written law or legal instrument</i>	<i>Alternative arrangement</i>
	<ul style="list-style-type: none"> (i) the resolutions proposed at the adjourned or postponed meeting are the same as the resolutions to be proposed at the meeting; (ii) the member indicated how the member wished to vote on each such resolution; and (iii) the member has been given an opportunity to withdraw the appointment and has not withdrawn the appointment. <p>A governing board member may vote at a meeting of a governing board of a charity by electronic means.</p>
7. Provision for laying and production of documents at a general meeting of, or a meeting of a governing board of, a charity	<p>A document required to be laid or produced before a general meeting of a charity may be so laid or produced by being —</p> <ul style="list-style-type: none"> (a) sent or published in the manner provided in item 8 with the notice of the meeting; or (b) published at an online location, the address of which is provided with the notice of the meeting, or on the website of the charity. <p>A document required to be laid or produced before a meeting of a governing board of a charity may be so laid or produced by being sent in the manner provided in item 8 with the notice of the meeting.</p>

FIRST SCHEDULE — *continued*

<i>First column</i>	<i>Second column</i>
<i>Provision of any written law or legal instrument</i>	<i>Alternative arrangement</i>
8. Provision for giving of notice of a general meeting of, or a meeting of a governing board of, a charity, other than by publication in a newspaper	<p>A notice of a general meeting of, or a meeting of a governing board of, a charity —</p> <p>(a) in the case of a general meeting of a charity, must be sent by electronic mail to each member or governing board member who has notified the charity of his or her electronic mail address;</p> <p>(b) in the case of a general meeting of a charity, must be published —</p> <p>(i) on the website of the charity; or</p> <p>(ii) in a major newspaper in Singapore;</p> <p>(c) in the case of a meeting of a governing board of a charity, must be sent by electronic mail to all governing board members, to the electronic mail address of each governing board member notified by the governing board member to the governing board;</p> <p>(d) must describe the means by which the meeting can be electronically accessed (including the online location, if the meeting is held at an online location);</p>

FIRST SCHEDULE — *continued*

<i>First column</i> <i>Provision of any written law or</i> <i>legal instrument</i>	<i>Second column</i> <i>Alternative arrangement</i>
	<p>(e) in the case of a general meeting of a charity, must set out how the chairman of the meeting may be appointed by a member entitled to vote at the meeting as his or her proxy to vote at the meeting;</p> <p>(f) in the case of a general meeting of a charity, must state how a member or person may send to the chairman of the meeting the substantial and relevant matters which the member or person wishes to raise; and</p> <p>(g) may be accompanied by any other documents relevant to the meeting.</p>

SECOND SCHEDULE

Paragraph 6(1)

ALTERNATIVE ARRANGEMENTS FOR MEETINGS OF CO-OPERATIVE SOCIETIES

*First column**Second column**Provision of Co-operative Societies
Act or by-laws of the co-operative
society**Alternative arrangement*

- | | |
|---|---|
| 1. Provision for convening, holding, conducting or deferral of a general meeting of members of a co-operative society, or a meeting of delegates of a co-operative society | A general meeting of members of a co-operative society, or a meeting of delegates of a co-operative society, may be convened, held or conducted, whether wholly or partly, by electronic means. |
| 2. Provision for attendance at a general meeting of members of a co-operative society, or a meeting of delegates of a co-operative society | A general meeting of members of a co-operative society, or a meeting of delegates of a co-operative society, may be deferred to a date no later than 30 September 2020. |
| 3. Provision for right or entitlement to be heard or to require representations to be read out at a general meeting of members of a co-operative society, or a meeting of delegates of a co-operative society | A co-operative society may provide that a member or delegate may only attend a meeting by observing and listening to the proceedings of the meeting by electronic means, if access to both an audio broadcast and audio-visual broadcast is provided to the member or delegate. |
| | A co-operative society may provide that a member or delegate may only be heard at a meeting by electronic means in the manner provided in item 4. |
| | A representation may be read out at a meeting by electronic means. |

 SECOND SCHEDULE — *continued*

<i>First column</i>	<i>Second column</i>
<i>Provision of Co-operative Societies Act or by-laws of the co-operative society</i>	<i>Alternative arrangement</i>
<p>4. Provision for right or entitlement to speak on a resolution at a general meeting of members of a co-operative society, or a meeting of delegates of a co-operative society</p>	<p>A co-operative society may require a member or delegate, before the meeting, to send to the chairman of the meeting, by post or electronic mail, the matters which the member or delegate wishes to raise at the meeting, and each such matter, if substantial and relevant and sent within a reasonable time before the meeting, is to be responded to at or before the meeting by electronic means.</p>
<p>5. Provision for quorum at a general meeting of members of a co-operative society, or a meeting of delegates of a co-operative society</p>	<p>A quorum may be formed by members or delegates of the co-operative society personally or electronically present.</p> <p>A member or delegate is deemed to be present at a meeting if the member or delegate has appointed the chairman of the meeting as the member's or delegate's proxy to attend, speak and vote at the meeting, and the relevant quorum requirements are to be determined by the voting instructions and proxies submitted by the members or delegates prior to the commencement of the meeting.</p> <p>A member or delegate is electronically present at a meeting if the member or delegate —</p> <p>(a) attends the meeting in the manner provided in item 2;</p>

 SECOND SCHEDULE — *continued*
First column

*Provision of Co-operative Societies
Act or by-laws of the co-operative
society*

Second column

Alternative arrangement

6. Provision for a member or delegate of a co-operative society to vote at a general meeting of members of a co-operative society, or a meeting of delegates of a co-operative society

(b) is verified by the secretary of the co-operative society, or a person appointed by the committee of the co-operative society, as attending the meeting in the manner provided in item 2; and

(c) is acknowledged by electronic means by the chairman of the meeting as present at the meeting.

A co-operative society may require a member or delegate to appoint the chairman of the meeting as the member's proxy or delegate's proxy to vote at the meeting by depositing with the co-operative society an instrument of appointment by post, or by electronic mail to an electronic mail address stated in the notice of the meeting. A member or delegate may not vote at the meeting otherwise than by way of appointing the chairman of the meeting as the member's proxy or delegate's proxy.

Where a proxy is delivered by a member or delegate to the co-operative society before 27 April 2020 —

 SECOND SCHEDULE — *continued*

<i>First column</i>	<i>Second column</i>
<i>Provision of Co-operative Societies Act or by-laws of the co-operative society</i>	<i>Alternative arrangement</i>
	<p>(a) the co-operative society may treat the instrument of appointment appointing a person other than the chairman of the meeting as the member's proxy or delegate's proxy to vote at the meeting as an instrument of appointment appointing the chairman as the member's proxy or delegate's proxy to vote at the meeting, if —</p> <p style="padding-left: 40px;">(i) the member or delegate indicated how the member or delegate wished to vote on each resolution; and</p> <p style="padding-left: 40px;">(ii) the member or delegate has been given an opportunity to withdraw the appointment and has not withdrawn the appointment; and</p> <p>(b) the co-operative society may treat the instrument of appointment appointing a person other than the chairman of the meeting as the member's proxy or delegate's proxy to vote at an adjourned or postponed meeting as an instrument of appointment appointing the chairman as the member's proxy or delegate's proxy to vote at the meeting, if —</p>

 SECOND SCHEDULE — *continued*

<i>First column</i>	<i>Second column</i>
<i>Provision of Co-operative Societies Act or by-laws of the co-operative society</i>	<i>Alternative arrangement</i>
	<ul style="list-style-type: none"> (i) the resolutions proposed at the adjourned or postponed meeting are the same as the resolutions to be proposed at the meeting; (ii) the member or delegate indicated how the member wished to vote on each such resolution; and (iii) the member or delegate has been given an opportunity to withdraw the appointment and has not withdrawn the appointment.
7. Provision for laying and production of documents at a general meeting of members of a co-operative society, or a meeting of delegates of a co-operative society	<p>A document required to be laid or produced before a meeting may be so laid or produced by being —</p> <ul style="list-style-type: none"> (a) sent with the notice of the meeting; or (b) published at an online location, the address of which is provided with the notice of the meeting, or on the website of the co-operative society.

 SECOND SCHEDULE — *continued*

<i>First column</i>	<i>Second column</i>
<i>Provision of Co-operative Societies Act or by-laws of the co-operative society</i>	<i>Alternative arrangement</i>
<p>8. Provision for giving of notice of a general meeting of members of a co-operative society, or a meeting of delegates of a co-operative society</p>	<p>A notice of a meeting —</p> <p>(a) may be sent by electronic mail;</p> <p>(b) must describe the means by which the meeting can be electronically accessed (including the online location, if the meeting is held at an online location);</p> <p>(c) must set out how the chairman of the meeting may be appointed by a member or delegate entitled to vote at the meeting as the member's proxy or delegate's proxy to vote at the meeting;</p> <p>(d) must state how a member or delegate may send to the chairman of the meeting the substantial and relevant matters which the member or delegate wishes to raise; and</p> <p>(e) may be accompanied by any other documents relevant to the meeting.</p>

THIRD SCHEDULE

Paragraph 7(1)

ALTERNATIVE ARRANGEMENTS FOR MEETINGS OF MUTUAL BENEFIT ORGANISATIONS

*First column**Second column**Provision of Mutual Benefit
Organisations Act or rules of the
mutual benefit organisation**Alternative arrangement*

- | | |
|--|--|
| 1. Provision for convening, holding, conducting or deferral of a general meeting of a registered organisation | A meeting of a registered organisation may be convened, held or conducted, whether wholly or partly, by electronic means. |
| | A meeting of a registered organisation may be deferred to a date no later than 30 September 2020. |
| 2. Provision for attendance at a general meeting of a registered organisation | A registered organisation may provide that a member may only attend a meeting by observing and listening to the proceedings of the meeting by electronic means, if access to both an audio broadcast and audio-visual broadcast is provided to the member. |
| 3. Provision for right or entitlement to be heard or to require representations to be read out at a general meeting of a registered organisation | A registered organisation may provide that a member may only be heard at a meeting by electronic means in the manner provided in item 4.

A representation may be read out at a meeting by electronic means. |
| 4. Provision for right or entitlement to speak on a resolution at a general meeting of a registered organisation | A registered organisation may require a member, before the meeting, to send to the chairman of the meeting, by post or electronic mail, the matters which the member wishes to raise at the meeting, and each such matter, if substantial and relevant and sent within a reasonable time before the meeting, is to be responded to at or before the meeting by electronic means. |

THIRD SCHEDULE — *continued*

<i>First column</i>	<i>Second column</i>
<i>Provision of Mutual Benefit Organisations Act or rules of the mutual benefit organisation</i>	<i>Alternative arrangement</i>
5. Provision for quorum at a general meeting of a registered organisation	<p>A quorum may be formed by members of the registered organisation personally or electronically present.</p> <p>A member is deemed to be present at a meeting if the member has appointed the chairman of the meeting as the member's proxy to attend, speak and vote at the meeting, and the relevant quorum requirements are to be determined by the voting instructions and proxies submitted by the members prior to the commencement of the meeting.</p> <p>A member is electronically present at a meeting if the member —</p> <ul style="list-style-type: none"> (a) attends the meeting in the manner provided in item 2; (b) is verified by the secretary of the registered organisation, or a person appointed by the committee of the registered organisation, as attending the meeting in the manner provided in item 2; and (c) is acknowledged by electronic means by the chairman of the meeting as present at the meeting.

THIRD SCHEDULE — *continued**First column**Second column**Provision of Mutual Benefit
Organisations Act or rules of the
mutual benefit organisation**Alternative arrangement*

6. Provision for a member of a registered organisation to vote at a general meeting of a registered organisation

A registered organisation may require a member to appoint the chairman of the meeting as the member's proxy to vote at the meeting by depositing with the registered organisation an instrument of appointment by post, or by electronic mail to an electronic mail address stated in the notice of the meeting. A member may not vote at the meeting otherwise than by way of appointing the chairman of the meeting as the member's proxy.

Where a proxy is delivered by a member to the registered organisation before 27 April 2020 —

(a) the registered organisation may treat the instrument of appointment appointing a person other than the chairman of the meeting as the member's proxy to vote at the meeting as an instrument of appointment appointing the chairman as the member's proxy to vote at the meeting, if —

(i) the member indicated how the member wished to vote on each resolution; and

(ii) the member has been given an opportunity to withdraw the appointment and has not withdrawn the appointment; and

 THIRD SCHEDULE — *continued*

<i>First column</i>	<i>Second column</i>
<i>Provision of Mutual Benefit Organisations Act or rules of the mutual benefit organisation</i>	<i>Alternative arrangement</i>
	<p>(b) the registered organisation may treat the instrument of appointment appointing a person other than the chairman of the meeting as the member's proxy to vote at an adjourned or postponed meeting as an instrument of appointment appointing the chairman as the member's proxy to vote at the meeting, if —</p> <ul style="list-style-type: none"> (i) the resolutions proposed at the adjourned or postponed meeting are the same as the resolutions to be proposed at the meeting; (ii) the member indicated how the member wished to vote on each such resolution; and (iii) the member has been given an opportunity to withdraw the appointment and has not withdrawn the appointment.
7. Provision for laying and production of documents at a general meeting of a registered organisation	A document required to be laid or produced before a meeting may be so laid or produced by being —

THIRD SCHEDULE — *continued*

<i>First column</i>	<i>Second column</i>
<i>Provision of Mutual Benefit Organisations Act or rules of the mutual benefit organisation</i>	<i>Alternative arrangement</i>
8. Provision for giving of notice of a general meeting of a registered organisation	<p>(a) sent with the notice of the meeting; or</p> <p>(b) published at an online location, the address of which is provided with the notice of the meeting, or on the website of the registered organisation.</p> <p>A notice of a meeting —</p> <p>(a) may be sent by electronic mail;</p> <p>(b) must describe the means by which the meeting can be electronically accessed (including the online location, if the meeting is held at an online location);</p> <p>(c) must set out how the chairman of the meeting may be appointed by a member entitled to vote at the meeting as the member's proxy to vote at the meeting;</p> <p>(d) must state how a member may send to the chairman of the meeting the substantial and relevant matters which the member wishes to raise; and</p> <p>(e) may be accompanied by any other documents relevant to the meeting.</p>

Made on 27 April 2020.

LOH KHUM YEAN
Permanent Secretary,
Ministry of Law,
Singapore.

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