新加坡佛教居士林

THE SINGAPORE BUDDHIST LODGE

UEN S61SS0026B Charity Registration 0220

章程

CONSTITUTION

of

The Singapore Buddhist Lodge

Approved by the Registrar of Societies on 24 November 2023

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The Singapore Buddhist Lodge

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CONSTITUTION

of

The Singapore Buddhist Lodge (UEN S61SS0026B)

1. **Name**

1.1 This Lodge shall be known as “THE SINGAPORE BUDDHIST LODGE", hereinafter referred to as “the Lodge".

2. **PLACE OF BUSINESS**

2.1 Its place of business shall be at "17-19 Kim Yam Road, Singapore 239329" or such other address as may subsequently be decided upon by the Board of Directors and approved by the Registrar of Societies. The Lodge shall carry out its activities in its place of business and premises with prior written approval from the relevant authorities as and where necessary.

3. **DEFINITIONS**

3.1 In this Constitution, unless the context otherwise requires, references to one gender include all genders; and words importing the singular include the plural and vice versa.

"the Lodge"	means The Singapore Buddhist Lodge.
"the Clauses"	means the Clauses of this Constitution currently in force or as altered from time to time.
“President”	Means the President of the Lodge as elected by the Board of Directors as described in Clause 10.1(A) of this Constitution.
"Constitution"	means this Constitution as amended from time to time.
"Board of Directors"	means the Board of Directors of the Lodge.

"Directors"	means the Directors of the Lodge in office for time being.
"Office-Bearers"	includes the President, Vice Presidents, the Honorary Secretary, Assistant Honorary Secretaries, the Honorary Treasurer, Assistant Honorary Treasurers, members of the Board Committees and any other person empowered under this Constitution.
"Vice-President"	means the "Vice-Presidents" of the Lodge.
"Honorary Secretary"	means the Honorary Secretary of the Lodge.
"Assistant Honorary Secretaries"	means the Assistant Honorary Secretaries of the Lodge.
"Honorary Treasurer"	means the Honorary Treasurer of the Lodge.
"Assistant Honorary Treasurers"	means the Assistant Honorary Treasurers of the Lodge.
"Members"	means the members of the Lodge registered as such in the Register of Members.
"Notice Board"	means the notice board kept at the Lodge's place of business by the Board of Directors.
"Subscription Fees"	means the entrance fee and annual subscription fee.

4. OBJECTS

4.1 The objects of the Lodge are:-

(a) to propagate Dharma; and

(b) to perform charitable undertakings.

4.2 In the furtherance of the above objects, the Lodge may do all such things which are incidental or conducive to the attainment of the objects and include the following provided that nothing is done solely for profit or commercial reasons:-

4.2.1 to accept and dispose of any gift of property, whether real or personal, including shares, bonds or debentures, as it may deem necessary and expedient;

4.2.2 to appoint trustees/trust company for any gift of property, whether real or personal, including shares, bonds or debentures, as it may deem necessary and expedient for the purpose of the Lodge (Refer to Clause 16.1).

4.3 The Lodge shall not engage in any activities that may undermine the racial or religious harmony in Singapore.

5. **MAIN ACTIVITIES**

5.1 In accordance with the Precepts, Rules and traditions of Chinese Mahayana (Han Chuan) Buddhism, the main activities and business of the Lodge shall be the following:-

(a) to study and to practice the teachings of Buddha;

(b) to advise and teach Members to observe the Precepts and Rules of Buddhism and to promote and encourage Buddhist culture and education;

(c) to worship Lord Buddha and chant prayers, to cultivate the mind and tame the temper and to nourish one's health or build up the body;

(d) to promote social and charitable activities;

(e) to print, publish, circulate or distribute Buddhist publications and scriptures in any form of media;

f) to love and be kind to animals; and

(g) to promote activities pertaining to the interest and welfare of Buddhism.

6. MEMBERSHIP

6.1 Categories of Members

The Lodge shall have two (2) categories of members as follows:-

6.1.1 Life Members; and

6.1.2 Ordinary Members.

6.2 Admission Criteria

6.2.1 Any applicant applying to be a Life member or Ordinary Member shall be required to meet all the following requirements at the time of application:-

1. be a Singapore citizen or Permanent Resident;
2. be at least 21 years of age and of sound mind;
3. be a lay Buddhist;
4. must not have been convicted under the criminal law of any country by a court of law in such country and sentenced to imprisonment for two weeks or more, or a fine of two thousand Singapore dollars or more;
5. must not be an undischarged bankrupt;
6. must satisfy whatever additional requirements as may be set by the Board of Directors from time to time; and
7. The Board of Directors shall also have the right to add, alter or amend criteria for membership application.

6.2.2 Individual who meets the admission criteria shall be admitted as Ordinary member or if he has paid a prescribed fee as determined by the Board shall be admitted as Life member subject to the Board's approval.

6.2.3 An Ordinary member may apply to convert to a Life member, subject to the Board's approval and payment of a prescribed fee.

6.3 The expression "Member(s)" hereinafter referred to shall mean the two categories of members as defined in preceding Clause 6.1

6.3.1 **Admission Procedure**

Eligible individual desirous of becoming a Life Member or Ordinary Member of the Lodge must complete and return a prescribed application form together with supporting documents to the Lodge;

6.3.2 Each application must be proposed by a member and seconded by another member;

6.3.3 The Board of Directors shall have the right to reject any application for membership without providing any reason whatsoever;

6.3.4 The requisite membership fees, including entrance fee and subscription fee, as determined by the Board of Directors from time to time shall be are payable; and

6.3.5 Member shall receive a Membership Card and a copy of Constitution.

6.4 Rights and Duties of Members

6.4.1 Rights of Members

All members of the Lodge shall be entitled to the following rights and privileges:-

1. to attend and vote on the agenda items at any General Meeting; provided there is no overdue of subscription (as specified in Clause 8.1 A(e) ;

2. to elect and be elected as members of the Board of Directors of the Lodge, subject to Clause 13.5.1;

3. to propose the appointment of auditor at each Annual General Meeting;

4. to make proposals for the advancement and improvement of the Lodge; and

5. to enjoy any other rights and privileges provided by the Lodge as communicated to the members from time to time.

6.4.2 Duties of Members

All members of the Lodge shall have the following duties:-

1. to uphold the good reputation of the Lodge;

2. to use their best endeavors to support the Lodge in the promotion and advancement of its objectives;

3. to respect and adhere to all provisions of the Constitution, including all resolutions and decisions;

4. to pay all subscription and all other fees as and when due; and

5. to inform the Lodge of any change of mailing address.

7. MEMBERSHIP FEES

The board of directors shall have the authority to determine the membership fees for both categories of members and mode of payment as and when it deems fit.

8. REMOVAL AND RESIGNATION OF MEMBERS

8.1 Removal of Members

8.1A A Member may be removed after investigations have been made with evidence against him and with the approval of the Board of Directors, including, but not limited to situations where a Member is:-

(a) convicted of any criminal offence other than an offence which in the reasonable opinion of the Board of Directors does not affect his eligibility as a Member of the Lodge;

(b) is found to have violated the Constitution of the Lodge or the Precepts and Rules of Buddhism;

(c) guilty of conduct derogatory to the dignity or injurious to the reputation or interest of the Lodge;

(d) guilty of bad conduct and made no attempt for repentance despite repeated persuasion and advice given by the Lodge;

(e) having overdue of yearly subscription up to a maximum of one (1) year without any reasonable cause and made no attempt to settle the subscription arrears despite of two (2) reminders with an interval of three (3) months given. In the event the removed member wishes to be reinstated, an application for reinstatement is required and is subject to approval by the Board of Directors; If approved for reinstatement, he shall pay the arrears.

(f) deemed unsuitable or undesirable to continue to be a Member of the Lodge by the Board of Directors.

(g) the member has denounced Buddhism; or

(h) the member has become a Sangha.

8.1B The removed member shall have the right to be heard.

8.2 **Appeal Against Removal**

8.2.1 A member who is removed of membership, has the right to appeal against the decision by written notice to the Honorary Secretary within 14 days of being notified of such decision, setting out his reasons why the decision should be set aside or varied.

8.2.2 Any appeal shall be heard by an Appeal Committee appointed by the Board consisting of three (3) Independent members who are not board members. Except on the ground of impropriety in appointment and procedural matter, the Appeal Committee's decision shall be final.

8.2.3 The terms of reference for the Appeal Committee shall be as follows:

1) The Appeal Committee is authorized to seek any information it requires from the complainant, the member complained of or any relevant third parties, either oral or written and all parties concerned are to cooperate and answer the questions the Appeal Committee may put forward to them.

2) To examine the written statement from the individual who is removed of membership ("the appellant") setting out his appeal against the decision reached by the Board of Directors.

3) To undertake any further investigations which is considered necessary as soon as reasonably practicable. This may involve obtaining documents or papers from the appellant, members of the Lodge or any relevant third parties, or speaking to the relevant individuals.

4) To convene an appeal hearing as soon as reasonably possible after receipt by the Honorary Secretary of the appeal by the appellant.

5) To consider in advance of the appeal how the hearing will be conducted. The Appeal Committee, through the Honorary Secretary, must provide the appellant with at least 14 days' notice of the appeal hearing.

6) After reviewing all the evidence including new evidence, if any, the Appeal Committee shall decide on the issues as soon as possible but not later than one (1) month.

7) The decision of the majority members of the Appeal Committee shall be final.

8) The Appeal Committee has the power to:

   a) dismiss the appeal;

   b) affirm, quash or modify the decisions.

9) In the event of any complaints against the Appeal Committee, or any of its members on the grounds of impropriety of his appointment or procedural matters, such complaint shall be referred to the Standing Committee (as set out in Clause 10.3) for investigation and the decision of the Standing Committee shall be final. Any member of the Standing Committee who is a party to the complainant shall be excluded from the proceedings of the investigations.

8.2.4 The member has to attend the hearing and responds to all the queries of the Appeal Committee in person.

8.2.5 The Appeal Committee's decision must be made and notified to the member within fourteen (14) working days from the date of hearing and communicated to the complainant. The Appeal Committee's decision shall be last and final and there shall be no further appeal after the final decision by the Appeal Committee. The Appeal Committee is required to update the Board on its decision.

8.3 **Resignation of Members**

Any member may at any time by giving fourteen (14) days' notice in writing to the Board of Directors resign his membership but shall continue to be liable for any debt due and unpaid at the date of his resignation.

8.4 **No Refund of Fees**

No refund shall be claimed by any resigning or removed member in respect of any subscription fees or other fees previously paid by such member to the Lodge.

8.5 A Member shall return Membership Card to the Lodge upon his resignation or removal as a Member of the Lodge.

9. SUPREME AUTHORITY AND GENERAL MEETINGS

9.1 The supreme authority of the Lodge shall be vested in a General Meeting of members. Every member of the Lodge shall be entitled to attend any General Meeting.

9.2 The Members of the Lodge shall have the following rights:-

(a) to elect Directors;

(b) to elect Trustees;

(c) to receive and adopt the previous financial year's audited accounts and annual report of the Lodge;

(d) to accept and approve reports and proposals submitted by the Board of Directors; and

(e) to amend the Constitution.

9.3 An Annual General Meeting shall be held once every calendar year in June at such time and place as may be determined by the Board of Directors.

9.4 All General Meetings other than Annual General Meetings shall be called Extraordinary General Meetings.

9.5 A General Meeting may be convened at any time by the Board of Directors or upon receiving a written requisition signed by at least one hundred (100) voting Members. The notice in writing shall be given to the Lodge setting forth the business that is to be transacted. Notwithstanding anything in this Constitution and subject to the discretion of the Board of Directors, the General Meeting shall be convened within two (2) months from receiving this request to convene the General Meeting.

9.6 Fourteen (14) days' (including Saturdays, Sundays and Public Holidays) notice shall be given of a General Meeting. Notice of meeting stating the date, time, place of meeting and agenda shall be given to each Member at his last known contact email, fax or address as the case may be.
All notice of meetings sent to the Members in such manner shall be deemed duly served.

9.7 The following matters will be considered at the Annual General Meeting:-

(a) to receive and adopt the Audited Financial Statements of the preceding year, annual report, and minutes of the previous Annual General Meeting of the Lodge; and

(b) to elect the Board members at the end of 2 years term, appointment of auditor for the ensuing year, and where applicable, the appointment of Trustees/Trust Company.

9.8 Any Member who wishes to place an item on the agenda of a General Meeting may do so provided he gives notice in writing to the Lodge five (5) days before the meeting is due to be held. The Board of Directors shall have power to reject any such notice if it is not given to the Lodge within the prescribed time.

9.9 At least one hundred (100) voting Members of the Lodge entitled to vote shall constitute a quorum at a General Meeting.

9.10 In the event of there being no quorum at the commencement of a General Meeting, the meeting shall be adjourned for fifteen minutes and should the number then present be insufficient to form a quorum, those present shall be considered a quorum, but they shall have no power to amend any provision of this Constitution.

9.11 The President of the Lodge shall preside as Chairman at every General Meeting. In his absence, one of the Vice Presidents or failing which, the Honorary Secretary or failing which, one of the Assistant Honorary Secretaries shall preside as Chairman at the General Meeting. If at any General Meeting, the President, the Vice-Presidents, the Honorary Secretary and the Assistant Honorary Secretaries are not present within fifteen (15) minutes after the time appointed for holding the same, the Directors shall choose one of their number to be Chairman of the meeting.

9.12 Unless this Constitution otherwise provides, every resolution arising at any Annual General Meeting or Extraordinary General Meeting shall be determined by a majority of votes of the Members present and voting. In the event of an equality of votes, the Chairman shall have a second or casting vote.

9.13 The non-receipt by any Member of notice of a General Meeting shall not of itself invalidate the General Meeting or any resolution passed or proceedings at such meeting.

10. BOARD OF DIRECTORS

10.1A The affairs of the Lodge shall be managed by the Board of Directors who shall be elected by the members of the Lodge (as set out in Clause 13.3). The Board shall consist of at least 15 elected members of the Lodge provided that the number does not exceed 21.

After each election, the newly elected Board of Directors shall have the right to co-opt up to 7 members to serve on the Board. The co-opted Directors are to act as consultants to provide professional guidance, expertise and advisory role to the Lodge. Such co-opted Directors shall have no right to vote at the Board of Directors Meetings.

The Board of Directors shall elect the following:-

(a) A President

(b) two (2) Vice Presidents;

(c) An Honorary Secretary;

(d) two (2) Assistant Honorary Secretaries;

(e) An Honorary Treasurer;

(f) two (2) Assistant Honorary Treasurers;

10.1B The Board shall establish an Audit Committee consists of at least 3 committee members. Committee Members need not be members of the Lodge. Honorary Treasurer and Assistant Honorary treasurer of the Lodge shall not be members of this Committee.

10.1C The Board may appoint any other Committees as and when required and shall determine the Terms of Reference of the Committees established.

10.1D Subject to Clause 10.8, all Directors shall be elected by the Members in an Election.

10.2 **Term of Office**

All Board of Directors of the Lodge shall hold office for a term of two (2) years and shall be eligible for re-election and re-appointment EXCEPT the Honorary Treasurer and two Assistant Honorary Treasurers who shall not hold such office for more than two (2) consecutive term in their respective positions.

Any member appointed by the Board to fill the vacancy in the Board shall hold the office for the remainder of the term of that office.

10.3 **The Standing Committee**

The Standing Committee of the Board of Directors consisting of the following:

a) President

b) two Vice Presidents

c) Honorary Secretary

d) one of the Assistant Honorary Secretaries

e) Honorary Treasurer and

f) one of the Assistant Honorary Treasurers

(hereinafter called the "Standing Committee") shall deal with situations including but not limited to urgent or impromptu issues that require immediate decision making instead of waiting for the next Board meeting to seek for approval, as set out in Clause 12.4.

10.4 Every Director shall disclose his interest in transactions or proposed transactions with the Lodge or of any office or property held by a Director which might create duties or interests in conflict with his duties or interests as a Director. Upon such disclosure, a Director shall not be entitled to vote in respect of any transaction or arrangement in which he is interested and he shall retire from the meeting during the discussion of the said business or matter but he shall be taken into account in ascertaining whether a quorum is present.

10.5 Any member of the Board of Directors of the Lodge who falls within any conditions specified below shall be disqualified from holding office in the Board and membership of the Lodge with immediate effect:-

10.5.1 As provided in Section 28 of the Charities Act (1994);

10.5.2 As provided in Section 12 of the Societies Act (Chapter 311);

10.5.3 As provided in Clause 8.1A (e) of the Constitution of the Lodge; and

10.5.4 If he submits his notice of resignation as a Director of the Lodge.

10.6 Any Board member absent from three (3) Board of Directors Meeting consecutively without satisfactory explanations or failure to attend minimum of two (2) Board of Directors Meeting a year shall be deemed to have withdrawn from the Board.

10.7 All members of the Board of Directors of the Lodge shall hold their office in voluntary capacity and shall receive no remuneration except that they may claim reimbursement for out of pocket expenses paid by them for the Lodge.

10.8 **Vacancy in The Board of Directors**

If for any reason any vacancy shall arise in the Board, the Board shall have the authority to appoint from amongst the members additional Director, to fill the vacancy and any person so appointed shall hold the office for the remaining of the term of the officer.

Any changes in the Board shall be notified to the Registrar of Societies and the Commissioner of Charities within two (2) weeks of the change.

11. PROCEEDINGS OF BOARD OF DIRECTORS MEETING

11.1 At least half (1/2) of the Directors (excluding co-opt Directors) must be present for its proceedings to be valid.

11.2 Save as otherwise provided in this Constitution, resolutions arising at any meeting of the Board of Directors shall be decided by a majority of votes.

11.3 The Board of Directors shall meet at least four (4) times every calendar year.

11.4 The Directors may participate in a meeting of the Directors by means of a telephone conference or a video conference or similar communication equipment by which all persons participating in the meeting are able to hear and be heard by all other participants without the need for a Director to be in the physical presence of another Director(s) and participation in the meeting in this manner shall be deemed to constitute presence in person at such meeting.

The Directors participating in any such meeting shall be counted in the quorum for such meeting and subject to there being a requisite quorum under this Constitution, all resolutions agreed by the Directors in such meeting shall be deemed to be as effective as a resolution passed at a meeting in person of the Directors duly convened and held.

A meeting conducted by means of a telephone conference or a video conference or similar communication equipment as aforesaid is deemed to be held at the place agreed upon by the Directors attending the meeting, provided that at least one of the Directors present at the meeting was at that place for the duration of the meeting.

11.5 A resolution in writing signed by the majority of the Board members or all members of the Standing Committee for the time being in office shall be valid and effectual as a resolution duly passed at a meeting of the Board of Directors duly convened and held, notwithstanding that such signing may take place at different times or places. Any such resolution may consist of several documents in like form, each signed by one or more of the Directors.

12. POWERS

Subject to the provision of Clause 9 of this Constitution, the powers shall be delegated as follows:-

12.1 Powers of General Meeting

The following are powers of a General Meeting:-

(1) to decide the objective & direction of the Lodge

(2) to receive and adopt annual reports of the Board of Directors;

(3) to receive and adopt the audited financial statements of the preceding year of the Lodge and to receive auditor's report;

(4) from time to time to make, amend and repeal any clause of the Constitution subject to the prior approval of the Commissioner of Charities and the approval of the Registrar of Societies and any rule of the bye-laws and regulations for the management of the Lodge's affairs as may be deemed necessary and expedient;

(5) to review or supervise the execution of duties by the Board of Directors and various Committees;

(6) to appoint Trustees/Trust Company; and

(7) to approve, approve with conditions, or reject proposals submitted by the Board of Directors in accordance with Clause 12.2.1 (18).

12.2 **Powers of the Board of Directors**.

Other than the matters as described in Clause 12.1 which requires approval from Members in a General Meeting, the Board has the authority to carry out decision in relation to the management and affairs of the Lodge.

12.2.1 The following are the powers of the Board of Directors:-

(1) shall have all the powers conferred by these clauses and resolutions of any General Meeting;

(2) to act and represent the Lodge in all matters;

(3) to execute and implement any resolutions or decisions passed or arrived at a General Meeting;

(4) to decide on the policy of the Lodge in all matters;

(5) to nominate Directors for relevant appointments in the external organisations, including but not limited to Singapore Buddhist Federation, affiliated schools and Monasteries;

(6) to appoint members of various Committees or Sub-Committees;

(7) to add or re-organise various Committees or Sub-Committees;

(8) to appoint Leading Spiritual Mentor(s) and/or Advisor(s) who shall be Sangha Members of high level of attainment, and such Leading Spiritual Mentor(s) and/or Advisor(s) shall only offer advice on Dharma matters upon the request of the Board of Directors.

(9) to recommend to the General Meeting, to make, amend and repeal any Clause of the Constitution and Bye-Laws and Regulation for the management of Lodge's affairs;

(10) to manage and administer the assets, funds and movable property of the Lodge;

(11) to employ secretariat staff or engage such agents as may be required for the management of the Lodge's affairs;

(12) to arrange for the audit of the Lodge's account;

(13) to designate such person or persons to be authorised to sign or endorse any banking accounts, cheques, drafts or other orders for the payment of money, issued in the name of the Lodge;

(14) to appoint Director(s) to sign on behalf of the Lodge important documents such as agreement, contract, memorandum of understanding and declaration;

(15) to pass resolutions in writing for the management of the Lodge;

(16) to exercise such powers and duties as may be designated to it from time to time by a General Meeting;

(17) to recommend to the General Meeting the appointment of Trustees/Trust Company; and

(18) For protecting the value of the assets of the Lodge, the Board of Directors may propose and obtain the approval of the members in a general meeting to invest the funds of the Lodge in investments which aim to preserve the principal of the investments, under a proper governance and internal control system.

However, for placement of fixed deposits with banks in Singapore, the Board of Directors can decide on their own without the prior approval of the members.

12.2.2 All appointed Consultants (including the co-opted Directors, the members of various Committees or sub-Committees, etc.) shall have the same duration as the Board of Directors, unless otherwise stated. The appointment shall cease automatically in the following events:-

(a) he becomes bankrupt or makes any arrangement or composition with his creditors generally; or

(b) if he is found lunatic or becomes of unsound mind;

(c) if he is found guilty of misconduct of such a kind as to render it undesirable that he continues as a Consultant of the Lodge; and

(d) if he submits his notice of resignation as a Consultant of the Lodge.

12.3 **Powers of the Standing Committee**

The Standing Committee shall have the power to execute and perform all matters to be executed and performed by the Board of Directors.

12.4 **Urgent Matters**

The Standing Committee shall deal with urgent matters of the Lodge in between meetings of the Board of Directors and shall have the power to decide and take whatever action it deems fit but it shall, after so acting, refer such matters to the next meeting of the Board of Directors for ratification.

At least five members of Standing Committee shall form the quorum.

13. ELECTION OF BOARD OF DIRECTORS

13.1 Formation of an Election Committee

At least two (2) months before the expiry of their term of office, the incumbent Board shall elect from amongst themselves 3 to 5 persons to form an Election Committee. These 3 to 5 persons shall include the incumbent President and he shall be the ex-officio Chairman of the Election Committee.

13.2 Terms of Reference for the Election Committee

The terms of reference for the Election Committee shall be as follows:-

(1) to determine the procedure, method and schedule for the election;

(2) to disseminate and publicise information in relation to the election to the members;

(3) to prepare a list of eligible members;

(4) to produce nomination form and determine nomination procedure;

(5) to vet and endorse the qualifications of the candidates;

(6) to produce voting papers and determine voting procedure;

(7) to supervise the election process and counting of votes;

(8) to announce election results;

(9) to notify the elected Directors in writing; and

(10) to deal with any complaint relating to Board Election, however, should any complaint is specifically against the Election Committee itself or any of its members with regard to the proper conduct of the Board Election, such complaint shall be referred to the Standing Committee of the Lodge constituted under Clause 10.3 for investigation and decision and the decision of the Standing Committee on the matter shall be final. Any member of the Standing Committee who is a party to the complaint shall be excluded from the proceedings of the investigation.

13.3 The Board Election shall be carried out in the following manners:

13.3.1 The incumbent Board of Directors shall elect seven (7) persons to serve on the next Board of Directors.

At the meeting of the Board of Directors in which the Election Committee was formed, the members of the incumbent Board of Directors shall elect from amongst themselves seven (7) persons to serve on the next Board of Directors. All these seven (7) persons shall not be elected by the Board of Directors in the next election but can submit himself for re-nomination and re-election by members.

13.3.2 The Members shall elect Fourteen (14) persons to serve on the next Board of Directors.

For the balance Fourteen (14) seats, they shall adopt the "Nomination and Followed By Voting" method to elect maximum 14 members of the Board of Directors.

(a) If exactly 14 qualified candidates are nominated for election, the Election Committee shall declare them elected to the Board without conducting an election.

(b) If more than 14 qualified candidates are nominated, a ballot shall be conducted and the 14 candidates who secured the highest number of votes shall be elected.

(c) Should the number of candidates fall below 14, all nominated candidates are deemed to be elected.

13.4 Each candidate, must sign and make a solemn declaration in the Nomination Form to declare as follows:

1) I have not been disqualified as a charity governing board member under Section 28 of the Charities Act (1994);

2) I have not been disallowed to act as an officer of a society under Section 12 of the Societies Act;

   Any society managed by me has not been gazetted by the Registry of Societies as ceased to exist under Section 6(2) of the Societies Act;

3) I have not behaved in a manner that is prejudiced to the good reputation of The Singapore Buddhist Lodge or the Buddhist community at large;

4) I take refuge in the Triple Gems and shall uphold the Dharma;

5) I have not at the time of nomination involved in any unconcluded litigation process, whether criminal or civil case which may result in bankruptcy;

6) I give my consent to be nominated to stand for Board Election; and

7) Information provided in the attached Curriculum Vitae and items (1) to (6) of the preceding declaration made by me are true and accurate.

13.5 Each candidate shall be proposed by a member and seconded by another member. Each member shall only propose or second up to fourteen (14) candidates.

   Duly proposed and seconded Nomination Form shall be submitted to the Election Committee by the date as specified by the Election Committee.

13.5.1 **Additional qualifications for key office-bearers**

The following key office-bearers should meet all the requirements prescribed below:

(1) All candidates mentioned below must be Singapore citizen;

(2) The proposed candidate for the posts of President, 2 Vice Presidents, the Honorary Secretary and the Honorary Treasurer shall have served at least one term in the Board; and

(3) In the event that any of the aforesaid candidates fails to meet the requirements stipulated above, the Board of Directors shall as a last resort, have the full discretion to decide whether to accept or otherwise.

13.6 Within seven (7) days from the appointment of the Board of Directors, the Board of Directors shall hold a meeting to elect and/or assign the respective positions in the Lodge amongst the Directors.

13.7 The meetings and proceedings of the sub- committees appointed by the Board consisting of two or more Board Members shall be governed by the applicable provisions of this Constitution regulating the meetings and proceedings of the Board of Directors.

14. DUTIES OF OFFICE-BEARERS

14.1 The President shall represent the Lodge externally and shall sign all correspondence and documents. He shall conduct the affairs of the Lodge internally and shall direct the different sections in the performance of their duties. For all meetings, he shall act as the Chairman of the Board of Directors. The Vice-President shall assist the President in managing the affairs of the Lodge and shall, in the absence of the President, act in all matters on his behalf.

14.2 The Honorary Secretary shall keep all records, except financial records, ensure effective management of the records of the Lodge and manage all resolutions and proceedings at all General Meetings and at all meetings of the Board of Directors and of the Board Committees.

14.3 The Honorary Secretary shall in conjunction with all the sections of the Lodge assist the President to manage the affairs of the Lodge and shall sign all notices for the various meetings. In the absence of the President and Vice-Presidents, he shall act in all matters on their behalf. The Assistant Honorary Secretaries shall assist the Honorary Secretary in the performance of his duties, and shall, in the absence of the Honorary Secretary, act in all matters on his behalf.

14.4 The Honorary Treasurer shall keep all funds and collect and disburse all moneys on behalf of the Lodge. He is authorised to expend such amounts as may be required for petty expenses on behalf of the Lodge.

14.5 The Honorary Treasurer shall cause proper books of accounts and other records to be kept as are necessary to comply with the provisions of the Societies Act and shall cause those records to be kept in such manner as to enable them to be conveniently and properly audited, and in particular (but without limitation), records with respect of :-

(1) all sums of money received and expended on behalf of the Lodge and the matters in respect of which the receipt and expenditure takes place;

(2) all sales and purchases of goods on behalf of the Lodge; and

(3) the assets and liabilities on the Lodge's behalf.

14.6 The Honorary Treasurer shall render statement of all receipts and payments and accounts of the Lodge at the meeting of the Directors and duly audited accounts and balance sheet for the financial year to the Members at each Annual General Meeting.

14.7 **The Audit Committee**

The Audit Committee shall facilitate the external and internal audit of the Lodge for the Board to obtain independent report about the Lodge.

The Audit Committee's responsibilities include the following:-

1) To oversee the financial reporting and disclosure process, and monitor the choice of accounting policies and principles;

2) To review the audit plans and reports of the external auditors and internal auditors, and considers the effectiveness of the actions taken by management on the auditors' recommendations;

3) To conduct periodic internal checks on key processes to ensure compliance with the established procedures, and report to the Board on the findings and recommendations for improvements;

4) To analyze and address the risks that are associated with the key processes;

5) To oversee regulatory compliance and whistleblower guidelines (where applicable);

6) To report to the Board of any financial irregularities, concerns and opportunities; and

7) To liaise with auditors on any significant matters arising.

15. FINANCIAL MANAGEMENT

15.1 The expenses of the Lodge shall be met by funds consisted of the Subscription Fees, donations, property income, interests, any other form of fees from Members and any other source of income which the Lodge may generate from time to time. All funds should not be spent for any political activity.

15.2 All monies received and paid by the Lodge must be supported by relevant documents where applicable and payment vouchers duly signed and approved by the President, or a Vice-President, or the Honorary Secretary and the Honorary Treasurer.

15.3 The Honorary Secretary and the Honorary Treasurer must prepare and submit Annual Budget to the Board of Directors for approval.

15.4 Expenditure submitted to and approved by the Board of Directors as prescribed in Clause 15.3 above shall be classified as Ordinary Expenditure and the Board shall have the power to utilize the fund within the approved limit.

16. IMMOVABLE PROPERTIES AND TRUSTEES / TRUST COMPANY

16.1 All existing immovable properties of the Lodge or any immovable property acquired by the Lodge in future or the gift of real property mentioned in Clause 4.2.2 shall be vested and managed by a Trust Company licensed under the Trust Companies Act or Trustees appointed at the Annual General Meeting subject to the execution of a Trust Deed.

16.2 Trustees for Immovable Properties

In case to be vested in Trustees, the number of Trustees shall not be less than three (3) and more than five (5).

16.2.1 Qualifications

All Trustees must meet all the following requirements:

1. be a Member of the Lodge;
2. be a Singapore Citizen;
3. be at least 21 years of age;
4. must not have been convicted under the criminal laws of any country by a court of law in such country and sentenced to imprisonment of two weeks or more, or a fine of two thousand Singapore Dollars ($2000) or more;
5. must not be an undischarged bankrupt; and
6. satisfy whatever additional requirement as may be set by the Board of Directors from time to time.

16.2.2 Appointment Procedure

1. The Board of Directors of the Lodge has the power to recommend a Trust Company or Trustees of the Lodge, subject to the approval at General Meeting.
2. In the case the properties are to be vested in Trustees, upon approval of the members at the General Meeting, a Trust deed specifying the terms and conditions etc be executed by both parties.

16.2.3 **Duties of Trustees**

1. The Trustees must execute the resolution of the General Meeting in relation to the dealing with immovable properties of the Lodge and a copy of such resolution must be certified jointly by the President and the Honorary Secretary;

2. The Trustees shall hold in custody all the properties of the Lodge and shall not effect any sale or mortgage of immovable property belonging to the Lodge without the prior approval of the General Meeting of Members.

16.2.4 **Removal of Trustees**

The Board of Directors shall have the power to remove any person from holding the post of Trustee upon him:-

1) being lunatic or permanently incapacitated;

2) leaving Singapore for a period of more than a year;

3) refusing to execute the resolution of the General Meeting in relation to the dealing with the Lodge's immovable properties;

4) submitting his letter of resignation as Trustee;

5) submitting his letter of resignation as member of the Lodge; or

6) denouncing Buddhism.

16.2.5 Notice of any proposal to remove a Trustee from his trusteeship or to appoint a new Trustee to fill a vacancy must be given by posting it on the notice board in the Lodge's premises at least two (2) weeks before the General Meeting at which the proposal is to be discussed. The result of such General Meeting shall then be notified to the Commissioner of Charities.

16.2.6 **Filling of Vacancy**

The Board of Directors shall fill such vacancy in accordance with the stipulation of Clause 16.2.1 and 16.2.2.

16.2.7 Statutory Return regarding Immovable Properties and Trustees.

The Lodge shall notify the Commissioner of Charities of the particulars of its immovable properties and Trustees and any subsequent changes.

16.3 **Trust Company**

Should the Board of Directors decide to recommend to the General Meeting for appointment of a Trust Company to manage its immovable properties it shall adhere to the following:

1. the trust company shall be a professional company or entity duly incorporated or registered in Singapore under the prevailing written law and has its professional operations based in Singapore ; and

2. no company or entity of which any director, partner or employee thereof is a Board Member of the Lodge shall be eligible for appointment as trust company for the Lodge.

3. The trust company shall not effect any sale or mortgage of property without the prior approval of the General Meeting of members.

The address of each immovable property, name of the Trust Company and any subsequent change must be notified to the Commissioner of Charities.

17. AUDIT

17.1 A firm of Certified Public Accountants shall be appointed as Auditors at each Annual General Meeting for a term of one year and shall be eligible for reappointment.

17.2 They:-

(a) will be required to audit each year's accounts and present a report on them to the Annual General Meeting; or

(b) may be required by the President to audit the Lodge's accounts for any period within their tenure of office at any date and make a report to the Board of Directors.

17.3 The financial year of the Lodge shall be from 1st January to 31st December in each year.

18. PROHIBITIONS

18.1 Gambling of any kind is forbidden in the Lodge's premises. The introduction of materials for gambling or drug taking and person of bad characters into the premises is prohibited.

18.2 The funds of the Lodge shall not be used to pay the fines of Members or persons who have been convicted in a court of law.

18.3 The Lodge shall not indulge in any political activity or allow its funds and/or premises to be used for any political purposes.

18.4 Where the Lodge is required at law to obtain any licences or approvals, the Lodge shall not carry out any object within this Constitution without first obtaining such licence or approval.

18.5 No non-vegetarian food or liquor shall be brought into or consumed in the premises of the Lodge.

18.6 Notwithstanding anything in this Constitution, the Lodge shall not misrepresent itself to the public.

18.7 The Lodge shall not engage in any trade union activity as defined in any written law relating to trade unions for the time being in force in Singapore.

18.8 The Lodge shall not hold any lottery, whether confined to its members or not in the name of the Lodge or its office-bearers, Committee or members unless with the prior approval of the relevant authorities.

18.9 The Lodge shall not raise funds from the public for whatever purposes without the prior approval in writing of the Assistant Director Operations, Licensing Division, Singapore Police Force and other relevant authorities, where necessary.

18.10 The income and property of the Lodge whenever derived shall be applied towards the promotion of the objects of the Lodge as set forth in this Constitution and no portion thereof shall be paid or transferred directly or indirectly by way of dividend or bonus or otherwise howsoever by way of profit to the persons who at any time are or have been members of the Lodge or to any of them or to any person claiming through any of them.

19. AMENDMENTS TO CONSTITUTION

No alteration or addition/deletion to this Constitution shall be made unless approved at a General Meeting by not less than seventy-five percent (75%) of the Members present and voting, and they shall not come into force without the prior sanction of the Registrar of Societies and Commissioner of Charities.

20. INTERPRETATION

In the event of any question or any matter which is not expressly provided for in this Constitution, the Board of Directors shall have the sole discretion to interpret them. The decision of the Board of Directors shall be final.

21. DISPUTES

In the event of any dispute arising amongst Members, they shall attempt to resolve the matter in accordance with this Constitution. Should the Members fail to resolve the matter, they may bring the matter to a court of law for settlement in the Republic of Singapore.

22. PERMANENTLY CEASE OF CHARITY STATUS

In the event the Lodge permanently ceases to be a registered charity under the Charities Act, all debts, liabilities legally incurred on behalf of the Lodge shall be fully discharged, and the remaining charity funds will be donated to charitable organisations in Singapore with same objectives as to propagate Dharma and to perform charitable undertakings, which are registered under the Charities Act, as the Voting Members of the Lodge may determine at the General Meeting, subject to approval by the Commissioner of Charities.

23. DISSOLUTION

23.1 The Lodge shall not be dissolved, except with the consent of not less than seventy-five percent (75%) of the Members of the Lodge present at a General Meeting convened for this purpose and entitled to vote thereat.

23.2 In the event of the Lodge's dissolution as provided above, all debts and liabilities legally incurred on behalf of the Lodge shall be fully discharged, and the remaining funds will be donated to charitable organisation in Singapore, registered under the Charities Act, with same objectives, as the Voting Members of the Lodge may determine at the General Meeting.

23.3 A Certificate of Dissolution shall be given within seven (7) days of the dissolution to the Registrar of Societies and the Commissioner of Charities.

Notes:

1. This Constitution was amended by the SBL 46th Board of Directors (BOD) on 10th December 2022;
2. Commissioner of Charities (COC) given no objection on 03rd January 2023;
3. SBL Extraordinary General Meeting (EGM) held on 25th June 2023 approved the amendment; and
4. The amended Constitution was approved by Registrar of Society (ROS) on 24th November 2023 and effected on the same day.