



Notice of Adjourned Annual General Meeting*

To: Members of the Association of Women for Action and Research (“**AWARE**”)

NOTICE IS HEREBY GIVEN that the adjourned 35th Annual General Meeting of AWARE will be convened and held by electronic means on **Saturday, 30 May 2020 at 2 pm** to transact the business set out in the Notice of 35th Annual General Meeting dated 11 March 2020 (“**Original AGM Notice**”).

The Original AGM Notice was emailed to members on 11 March 2020 and is also available [here](#).

The Agenda remains unchanged and is set down below, for ease of reference:

AGENDA

The business to be transacted at the Meeting is as follows:

Standard Items

- i. Confirm the minutes of the Annual General Meeting held on 27th April 2019.
- ii. Matters arising from the Annual General Meeting held on 27th April 2019.
- iii. To receive, and if approved, pass the Annual Report of AWARE for the year ending 31 December 2019.
- iv. To receive and, if approved, pass the Financial Statements for the year ending 31 December 2019.
- v. To appoint Helmi Talib & Co. as Auditors.

Non-Standard Items

- vi. President’s speech on the priorities for the next term and the role of the board and board members.
- vii. To elect the President and 8 board members for 2020 - 2022.
- viii. To transact any other business that may properly be transacted at an Annual General Meeting.

By Order of the Board

Penny Shone

Penny Shone
Secretary
6 May 2020

*This Notice is sent by email to all members at their last notified email address.



Documents to be laid or produced before the AGM:

- (a) The Annual Report for 2019 can be found at <https://www.aware.org.sg/report2019/>
- (b) Minutes of the Annual General Meeting held on 27th April 2019;
- (c) Financial Statements for the Year Ended 31 December 2019 together with the Independent Auditors' Report thereon;
- (d) Information on the Candidates standing for election to the Board (to be uploaded on 8th May);
- (e) Proxy Form (PDF version)

Documents (b) - (e) can be found [here](#).

Proxy Form (online version) accessible [here](#).

Important Notes:

In light of the current Covid-19 situation and pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Registered Societies) Order 2020, the adjourned 35th AGM will be held by way of electronic means as follows:

- a) Members will not be able to attend the AGM in person. They may only attend the AGM by observing and listening to the proceedings by electronic means.
- b) Under Article 11B of AWARE's Constitution, "Any member who wishes to place an item on the agenda of the general meeting may do so provided they give notice to the Secretary at least 2 weeks before the meeting is to be held." **Members who wish to do this must send this by email to membership@aware.org.sg by 16 April 2020 and shall provide a description of item, brief background and purpose of raising item.**

Any item submitted which concerns a matter that will be put to a vote will be addressed by AWARE's Board and/or Management before the closing date for the receipt of Proxy Forms on **25 May 2020**.

- c) Members will not be allowed to submit questions live at the AGM. Instead, all questions must be submitted in advance by email to membership@aware.org.sg or by post addressed to AWARE, c/o Margaret Thomas, President of AWARE, 61 Bright Hill Drive #24-01 Bishan Point, Singapore 579653 . The questions must reach AWARE by **25 May 2020**.
- d) We will endeavour to address all substantial and relevant questions submitted at the AGM but in the event we are unable to do so due to insufficient time, our response will be emailed to the sender or, if it is of general interest, posted on our website.
- e) A member wishing to exercise her **rights to vote** at the AGM may do so only by appointing the Chair of the Meeting as the member's proxy to vote on her behalf by:
 - i) filling in and submitting the Proxy Form (online version) [here](#)¹; or
 - ii) downloading and filling in the [Proxy Form \(PDF Version\)](#) and depositing it with AWARE by email to membership@aware.org.sg or by post addressed to AWARE, c/o Margaret Thomas, President of AWARE, 61 Bright Hill Drive #24-01 Bishan Point, Singapore 579653; by **25 May 2020**.

¹ This is recommended and the most convenient method.



- f) In filling in the Proxy Form, a member must give specific instructions as to voting, or abstentions from voting, in respect of a resolution. Failure to do so will invalidate the appointment of the Chair of the Meeting as proxy for that resolution. In the case of a candidate (Non-Standard Item), members can choose not to vote for any candidate by leaving the “For” column blank.

Members are encouraged to submit their Proxy Form via the online form (most convenient) or email as the postal service may be delayed by COVID-19 restriction orders.

Members may exercise their right to vote by proxy even if they do not attend the AGM by electronic means.

- (g) For details on how to attend the AGM by electronic means, please refer to [Zoom Instructions](#).
- (h) The Candidates' information accessible [here](#) is confidential and made available for the sole purpose of enabling members to choose their candidates. **All members shall keep confidential and shall not disclose or use, in whole or in part, the candidates' information for any other purpose except with the prior consent of the candidate concerned.**

Right to Vote Under AWARE's Constitution and Byelaws

- (a) Cat 1 members and Cat 2 members (including Life Members) who have paid their membership fees and who are not the subject of disciplinary proceedings are entitled to attend and vote at the AGM.
- (b) Associate Members who have paid their membership fees and who are not the subject of disciplinary proceedings are entitled to attend the AGM, and vote under the conditions set out below:
- (i) Subject to sub paras (ii) and (iii) below, Associate Members are entitled to one vote each.
- (ii) The total votes of Associate Members on any resolution shall not exceed 25% of the total votes of all members on such resolution.
- (iii) In the event that, when voting on any resolution, the number of votes by Associate Members is greater than 25% of the total votes, then the Associate Members votes will be pro-rated so that they are equal to 25% of the total votes rounded down to whole numbers.

For reference, the Constitution and the Bye Laws of AWARE are available at [\[http://www.aware.org.sg/about/organisational-reports/\]](http://www.aware.org.sg/about/organisational-reports/)



PROXY FORM

ADJOURNED ANNUAL GENERAL MEETING

I _____ holder of NRIC/Passport No (last 4 digits) _____, contactable at Phone No: _____ and Email: _____, being a Cat 1/Cat 2/Associate Member* (delete as applicable) eligible to attend the adjourned 35th Annual General Meeting of the Association of Women for Action and Research ("AWARE") hereby appoint the Chair of the Meeting, Ms Margaret Thomas, President of AWARE, as my proxy to attend, speak and vote for me and on my behalf at the adjourned 35th Annual General Meeting of AWARE to be convened and held by way of electronic means on Saturday, 30 May 2020 at 2 pm and at any adjournment thereof in the following manner:

Table with 5 columns: No, Resolutions, For, Against, Abstain. It lists resolutions for the adjourned 35th Annual General Meeting, including confirmation of minutes, approval of reports, and election of board members.

Important Notes

(1) If you wish the Chair of the Meeting as your proxy to cast your vote:

2 As there was only one nomination for President, Ms. Margaret Thomas is deemed to be elected pursuant to Article 12(F)(d) of the Constitution.

3 You can choose not to select any Candidate or select up to 8 candidates. If you select more than 8 Candidates, the vote for this item (vii) will be invalidated.



- a) in the case of the Standard Items, please tick with a “√” in the **For, Against or Abstain** box in respect of that resolution; and
 - b) in the case of the Non-Standard Item, for a candidate, please tick with a “√” in the **For** box against that candidate’s name. **Do not select more than 8 Candidates, otherwise the vote for this item (vii) will be invalidated.**
- (2) In the absence of specific directions in respect of a resolution (in the case of the Standard Items), the appointment of the Chair of the Meeting as your proxy for that resolution will be treated as invalid. In the case of a candidate (Non-Standard Item), members can choose not to vote for any candidate by leaving the “For” column blank.
- (3) AWARE shall be entitled to reject the proxy form if it is incomplete, improperly completed or illegible.
- (4) The Proxy Form must be deposited with AWARE by clicking submit if using the electronic form, emailing it to membership@aware.org.sg; or posting it to AWARE, c/o Margaret Thomas, President of AWARE, 61 Bright Hill Drive #24-01 Bishan Point Singapore 579653 by **25 May 2020**.
- (5) The Proxy Form must be completed by the member.

Dated this [] of May, 2020.

Signature of Member