



BIBLICAL GRADUATE SCHOOL OF THEOLOGY

50 Kallang Pudding Road #07-01 Golden Wheel Industrial Building Singapore 349326
Tel: 6227 6815 Fax: 67436847 Email: inquiry@bgst.edu.sg
Website: www.bgst.edu.sg

CONSTITUTION OF BIBLICAL GRADUATE SCHOOL OF THEOLOGY

1. NAME

This Society shall be known as the "Biblical Graduate School of Theology" hereinafter referred to as the "School".

2. PLACE OF BUSINESS

Its place of business shall be at such other place as may be decided by the Management Council (hereinafter referred to as "the Council") from time to time subject to the approval of the Registrar of Societies. The School should carry out its activities only in places and premises which have the prior written approval from the relevant authorities.

3. OBJECTS AND POWERS

The objects of the School shall be:

- i) To provide a graduate theological programme for Christians and prepare them for an effective pastoral and teaching ministry as laity.
- ii) To enable pastors and church workers who have had a basic theological training to upgrade their skills and knowledge in a postgraduate theological programme.
- iii) To offer diploma, other courses and programmes as the School may think appropriate.
- iv) In furtherance of the above objects and provided that nothing is done for commercial reasons or solely for profit, the School may:-
 - a) Purchase, take, lease or in exchange, hire or otherwise acquire any real or personal property and any rights or privileges which the School may think necessary or convenient for the promotion of any of its objects and to sell, give, lease, hire or otherwise dispose of the same and to construct, maintain and alter any buildings or erections necessary or convenient for the work of the School.
 - b) To invest any monies of the School not immediately required for any of its objects in such assets as the School may from time to time think fit.
 - c) Do all such things that are incidental or conducive to the attainment

of the above objects or any of them.

4. MEMBERSHIP

- a) Membership is open to all Christians resident in Singapore
 - i) of sound doctrine
 - ii) who subscribe to the School's Theological Position annexed to the constitution
 - iii) regardless of race, sex and age
 - b) Members shall be of two categories: Ordinary and Associate. Ordinary members must attend the Annual General Meetings of the School. If an Ordinary member fails to attend two consecutive Annual General Meetings without leave, his membership shall be moved to the Associate membership list. He may, however, reapply for Ordinary membership.
 - c) All Ordinary members shall have the right to vote at the Annual General Meeting of the School and to hold office and to benefit from the rights and privileges as laid down in this Constitution. Associate members shall not have the right to vote or hold office in the School.
 - d) Persons interested to become members of the School and who meet the criteria stated in Rule 4(a) may apply for either Ordinary Membership or Associate Membership. An applicant must submit his or her name on the Membership Application Form. Persons who are below 18 years of age must obtain prior written consent from their guardians/parents before being accepted as members. Each application must be approved unanimously by the Council. A copy of the Constitution of the School shall be provided to every approved applicant.
 - e) No membership fee shall be levied. Any special subscriptions for particular purposes may only be raised from members with the consent of the general meeting of the members.
5. For the avoidance of doubt, there shall be no automatic membership for students. A student who wishes to become a member must submit his or her name on the Membership Application Form in accordance with Rule 4(d) herein.

6. MANAGEMENT AND MANAGEMENT COUNCIL

- a) The management of the affairs of the School shall be entrusted to a Council comprising of up to twelve members to be elected at alternate Annual General Meeting. The elected Council members shall appoint, among themselves, the following office bearers at their first meeting for one year after the Annual General Meeting:
 - i) Chairman
 - ii) Deputy Chairman
 - iii) Secretary
 - v) Treasurer
 - vi) Up to eight Council Members

The Principal of the School shall be appointed by the Council for such duration (but at least three years) and on such terms and conditions as it sees fit. He shall not need to stand for election. The Principal will be an ex officio member of the Council.

The Council may appoint a Provost for such period of time and on such terms and conditions as it shall deem necessary to oversee the administration of the School. He shall not need to stand for election. The Provost will be an ex officio member of the Council.

- b) Unless with the prior written approval of the Registrar of Societies and the Commissioner of Charities, all Council members shall either be Singapore Citizens or Singapore Permanent Residents.
- c) The Council shall determine the eligibility or suitability of candidates for election to the Council. Before seeking nomination to stand for elections, candidates must first obtain the approval of the Council.
- d) Sub-committees may be formed by the Council from among themselves or members for specific purposes/projects.
- e) The Chairman has the right to call upon members of the Council to form a special temporary committee to deal with any urgent affairs.
- f) Any changes in the Council shall be notified to the Registrar of Societies and the Commissioner of Charities within two weeks of the change.
- g) The General Meeting shall have the power after proper enquiry to dismiss any Council members guilty of misconduct which is against the interest of the School.
- h) The Council is
 - i) responsible to see that the decisions of the General Meetings are carried out,
 - ii) responsible for the progress and general welfare of the School,
 - iii) to oversee the activities of the School and to make decisions on matters affecting its running when the General Meeting is not sitting. It may not act contrary to the expressed wishes of the General Meeting without prior reference to it,
 - iv) given the power to co-opt members into the School and the Council,
 - v) to make decisions concerning the investment of any monies of the School not immediately required for any of its objects in such assets as the Council may from time to time think fit.

7. DUTIES OF OFFICE-BEARERS

a) The Chairman

- i) He shall supervise the progress and general welfare of the School.
- ii) He has a right to call a meeting of the Council and shall preside at all General and Council meetings.
- iii) He shall represent the School in its dealings with outside persons.

- b) **The Deputy Chairman** will assist the Chairman and in the latter's absence, shall take over all the duties of the Chairman and ipso facto assume the authority of the Chairman.
- c) **The Secretary**
 - i) He shall be responsible for all correspondence, documents and records except financial of the School.
 - ii) He will record minutes of all meetings.
 - iii) He shall maintain an up-to-date register of membership.
- d) **The Treasurer**
 - i) He shall keep all funds and collect and disburse all moneys on behalf of the School and shall keep an account of all monetary transactions and shall be responsible for their correctness.
 - ii) He is authorised to expend up to \$1000/- per month for petty expenses on behalf of the School. He will not keep more than \$1000/- in the form of cash, and money in excess of this will be deposited in a bank to be named by the Council. The amount of floating petty cash may be replenished up to an amount of \$1000/- per month and shall be controlled by Chairman and Treasurer. Cheques etc. for withdrawals from the bank will be signed by any two of the office bearers with one signature from each group:
 - Group A: Chairman or Deputy Chairman or Treasurer
 - Group B: Principal, Secretary or Provost
 - iii) He shall maintain proper books of account of the School.
- e) **The Principal**
 - i) He shall be responsible for the organisation of the curriculum, the faculty and the students and the operation of the School and may delegate these functions to such others as may be required.
 - ii) He will act as liaison with other academic institutions and shall be the alternative representative of the School in its dealings with outside persons;
 - iii) He will ensure that the School maintains the highest possible academic standards.
 - iv) He will discharge well all his duties as assigned by the Council.
- f) The Council members will attend and participate in all General and Council meetings and assist in carrying out the decisions made at these meetings.

8. TRUSTEES

- a) If the School at any time acquires any immovable property, such property shall be vested in trustees ("Trustees") who shall execute such declaration of trust or documentation to state that they hold such immovable property as nominees of the School or as trustees for and on behalf of the School.
- b) The Trustees shall be members of the School who shall be nominated by Council for such period and on such terms as Council shall determine, subject to the provisions of this Constitution. The Trustees shall not effect any sale or

mortgage of property without the prior approval of the General Meeting of members.

- c) Trustees or any of the Trustees may at any time resign their/his trusteeship by giving to the School notice in writing of at least two (2) months of their/his intention to do so, and subject to the perfection of documentation for the appointment of replacement trustees, if necessary.
- d) If a Trustee dies, or lacks mental capacity, or ceases to be a member of the School, he shall be deemed to have resigned his trusteeship.
- e) If a Trustee is continuously out of or is absent from the Republic of Singapore for a period of not less than one (1) year, or is incapacitated for any reason, Council may at its absolute discretion decide if he should be deemed to have resigned his trusteeship, and the decision of Council shall be final and conclusive.
- f) If a Trustee is guilty of misconduct of such a kind as to render it undesirable that he continues as a trustee, a General Meeting may remove him from his trusteeship.
- g) Vacancies in the trusteeship may be filled at a General Meeting, but the number shall not be greater than four and shall not be less than two.
- h) Documents affecting the immovable property of the School may be signed sealed and delivered by a majority of Trustees where the immovable property is vested in three (3) or more Trustees.
- i) Notice of any proposal to remove a Trustee from his trusteeship or to appoint a replacement trustee to fill a vacancy must be given by affixing in the premises of the School a document containing such a proposal at least two weeks before the meeting at which the proposal is to be discussed.
- j) The addresses of immovable properties, names of Trustees and any subsequent changes must be notified to the Registrar of Societies and the Commissioner of Charities.
- k) The School shall indemnify and keep Trustees fully indemnified against all damages, costs and expenses in respect of any claims made by third parties against the Trustees in connection with the immovable property of the School.

9. **BOARD OF ADVISORS**

- a) The School may have a Board of Advisors (BOA) to provide a point of reference for any matter, academic or non-academic should the need arise.
- b) The BOA will comprise leaders who either individually or as representatives of their church or organization are in a position to help the School maintain its transdenominational character and fulfill its objectives and goals.
- c) The BOA shall have a membership of not more than 5 and shall comprise Christians who subscribe to the Theological Position and goals and objectives of the School.
- d) BOA members may be appointed locally and overseas and need not be members of the School.
- e) The Council shall have the power to appoint or remove members of the BOA

subject to confirmation at the Annual General Meeting or any Extraordinary General Meeting.

- f) BOA members shall serve a term of three years and they shall be eligible for re-appointment.
- g) BOA members shall communicate with the Council on all matters relating to the School.

10. **MEETINGS**

- a) The supreme authority of the School is vested in a General Meeting of the members presided over by the Chairman.
- b) An Annual General Meeting (AGM) shall be held within three (3) months from the financial year end. At other times a General Meeting must be called by the Chairman on the request in writing of 20 or more members and may be called at any time by order of the Council. At least one half of the total voting membership or 20 members of the School, whichever is fewer, at a general meeting shall form a quorum.
- c) At least two weeks' notice will be given of an Annual General Meeting and at least ten days' notice of any other General Meeting and particulars of its agenda will be sent to members at least one week before the date of the meeting. The following points will be considered at the Annual General Meeting:
 - i) The previous financial year's accounts and report of the Council.
 - ii) The election of office-bearers and Honorary Auditors where applicable.
- d) Any member who wishes to place an item on the agenda of a general meeting may do so provided he gives notice to the Secretary one week before the meeting is due to be held.
- e) A Council meeting shall be held at least three times a year after 5 days' notice to Council members. The Chairman may call a Council meeting at any time by giving 5 days' notice. At least one half of the Council members must be present for its proceedings to be valid.
- f) Any member of the Council absenting himself from three meetings consecutively without satisfactory explanations shall be deemed to have withdrawn from the Council and a successor may be co-opted by the Council to serve until the next election.
- g) In the event of there being no quorum present at a General Meeting, the meeting shall be adjourned for half an hour 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 the Constitution or any of the existing rules.
- h)
 - i) Whenever a Council Member in any way, directly or indirectly, has an interest in a transaction or project or other matter to be discussed at a meeting, the member shall disclose the nature of his interest before the discussion on the matter begins.
 - ii) The Council Member concerned should not participate in the discussion or vote on the matter, and should also offer to withdraw from the discussion of

the matter at the meeting and the Council shall decide if this should be accepted.

11. DURATION OF HOLDING OFFICE

All Council members shall hold office for two years. All Council members except the Treasurer are eligible for re-election to the same posts for a consecutive term.

12. AUDIT AND FINANCIAL YEAR

- a) Two voting members who are not members of the Council will be elected as Hon. Auditors at alternate AGMs and will hold office for 2 years only and may not be re-elected for consecutive terms. Alternatively, a public accountant may be appointed by the general membership. They will be required to audit each financial year's accounts and present a report upon them to the AGM. They may be required by the Chairman to audit the School's accounts for any period within their tenure of office at any date and make a report to the Council.
- b) The financial year shall begin on 1st July and end on 30th June.

13. CESSATION OF MEMBERSHIP

Any member who has acted in a manner contrary to the interest and welfare of the School shall be deprived of membership subject to the approval of the Council. A member who wishes to resign from the School shall submit his resignation to the Council in writing.

14. PROHIBITIONS

- a) Gambling of any kind and the playing of paikow or mahjong, whether for stakes or not, is forbidden on the School's premises. The introduction of materials for gambling or drug taking and of bad characters into the premises is prohibited.
- b) The funds of the School shall not be used to pay the fines of members who have been convicted in Court or for any purpose whatsoever.
- c) The School 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.
- d) The School shall not attempt to restrict or interfere with trade or make directly or indirectly any recommendation to any arrangement with its members which has the purpose or is likely to have the effect of fixing or controlling the price or any discount, allowance or rebate relating to any goods or services to be supplied by them.
- e) The School shall not hold any lottery, whether confined to its members or not, in the name of the School or its office-bearers, Council or members.
- f) The School shall not indulge in any political activity or allow its funds and/or premises to be used for political purposes.

- g) The School shall not raise funds from the public for whatever purposes without the prior approval in writing of the Director, Criminal Investigation Department and other relevant authorities.

15. AMENDMENTS TO CONSTITUTION

No alterations or additions/deletions to these rules shall be made except at a general meeting and they shall not be adopted without at least two-third majority votes of those present at the meeting. The amendments shall not come into force without the prior sanction of the Registrar of Societies and the Commissioner of Charities.

16. DISSOLUTION

- a) The School shall not be dissolved, except with the consent of not less than 3/5 of the members of the School for the time being resident in Singapore expressed either in person or by proxy at a General Meeting convened for the purpose.
- b) In the event of the School (i) ceases to be a registered charity under the Charities Act or (ii) being dissolved, as provided above, all debts and liabilities legally incurred on behalf of the School shall be fully discharged and the remaining funds will be donated to charitable organisation(s) under the Charities Act with similar objectives and whose members subscribe to the School's Theological Position as the members of the School may determine at the General Meeting.
- c) Certificate of dissolution shall be given within 7 days of the dissolution to the Registrar of Societies and the Commissioner of Charities.

17. STATEMENTS

Public statements including circulars, letters, press release, pamphlets etc. must first have the approval of the Principal or Chairman before their release.

18. INTERPRETATION

The Council shall have the discretion to decide on any question or matter not expressly provided for in the Constitution. The decision of the Council shall be final unless it is reversed at a General Meeting of members.

19. CONFLICTS OF INTEREST

No member shall move a resolution or vote in any meeting on a resolution which will result in direct personal benefit to him. Any resolution so moved or vote so taken shall be null and void. Specifically, but without limiting the generality of the foregoing, no student shall move or vote on a matter affecting his course of studies or degree, and no employee or faculty member shall move or vote on a matter pertaining to his appointment, employment terms or benefits. Similarly, no Council member shall move or vote on a matter in which he has pecuniary interests, whether directly or indirectly.