

# CONSTITUTION



**AMENDED AS APPROVED BY R.O.S**

**3. PER EMAIL PPM-024-14-08031996 DATED 09.06.2017**

2. PER LETTER PPMWKL 1137/95 DATED 19.7.2011

1. PER LETTER PPJ 197/95 DATED 2.10.1998



JABATAN PENDAFTARAN PERTUBUHAN MALAYSIA  
NEGERI SELANGOR  
KEMENTERIAN DALAM NEGERI  
Tingkat 16, Wisma MBSA  
Persiaran Perbandaran  
40675 SHAH ALAM  
SELANGOR

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Rujukan Kami: PPM-024-14-08031996

Tarikh: 09 Jun 2017

Setiausaha,  
PERSATUAN KELULI STRUKTUR MALAYSIA (MALAYSIAN STRUCTURAL STEEL  
ASSOCIATION)  
MALAYSIAN STRUCTURAL STEEL ASSOCIATION SECRETARIAT, OASIS SQUARE,  
C-11-3A, BLOCK C, NO 2, JALAN PJU 1A/7A, ARA DAMANSARA PJU 1A  
47301 PETALING JAYA  
SELANGOR

Tuan/Puan,

#### PERMOHONAN PINDAAN PERLEMBAGAAN

Dengan hormatnya perkara di atas dirujuk.

2. Sukacita dimaklumkan bahawa permohonan pindaan perlembagaan pertubuhan tuan telah **DILULUSKAN** dan pertubuhan tuan hendaklah menggunakan perlembagaan **terkini** dalam mentadbir pertubuhan tuan mulai 09 Jun 2017 .

Sekian, terima kasih.

**'BERKHIDMAT UNTUK NEGARA'**

Saya yang menurut perintah,

( **NURUL AZHAR BIN HUSIN** )

**b.p. PENDAFTAR PERTUBUHAN MALAYSIA**

Cetakan: surat ini adalah janaan komputer, tandatangan tidak diperlukan



**MALAYSIA**

**AKTA PERTUBUHAN 1966**  
**PERATURAN-PERATURAN PERTUBUHAN 1984**

**BORANG 3**  
**(Peraturan 5)**

## **PERAKUAN PENDAFTARAN**

*Adalah diperakui bahawa*

**PERSATUAN KELULI STRUKTUR MALAYSIA (MALAYSIAN STRUCTURAL STEEL ASSOCIATION)**

*hari ini didaftarkan sebagai suatu pertubuhan di bawah Seksyen 7  
Akta Pertubuhan 1966 dan bahawa nombor pendaftarannya ialah*

**PPM-024-14-08031996**

*Diperbuat dengan ditandatangani oleh saya pada  
03 haribulan Ogos 1996*



**(DATO' ABDUL RAHMAN BIN OTHMAN)**

*Pendaftar Pertubuhan, Malaysia*

*b.p. Pendaftar Pertubuhan,  
Malaysia*

Disahkan bahawa maklumat di atas adalah seperti yang dicatat dalam Daftar Pertubuhan

Tarikh migrasi: 10 haribulan Julai 2013

No. Migrasi: WKL1137/95

)

Dokumen ini adalah cetakan komputer. Tandatangan tidak diperlukan.

**THE CONSTITUTION OF  
PERSATUAN KELULI STRUKTUR MALAYSIA  
(MALAYSIAN STRUCTURAL STEEL ASSOCIATION)**

**CLAUSE 1 NAME**

1. The Association shall be known as **PERSATUAN KELULI STRUKTUR MALAYSIA (MALAYSIAN STRUCTURAL STEEL ASSOCIATION)**. Hereinafter referred as “the Association”.
2. Meaning of name : **The abbreviation of name shall be MSSA**
3. Level : **Lain-lain**

**CLAUSE 2 ADDRESS**

1. The registered address is  
**MALAYSIAN STRUCTURAL STEEL ASSOCIATION SECRETARIAT,  
OASIS SQUARE, C-11-3A, BLOCK C, NO 2 JALAN PJU 1A/7A,  
ARA DAMANSARA PJU 1A,  
47301 PETALING JAYA,  
SELANGOR DARUL EHSAN**  
or at such other place as may from time to time be decided by the Committee; and the postal address is  
**MALAYSIAN STRUCTURAL STEEL ASSOCIATION SECRETARIAT,  
OASIS SQUARE, C-11-3A, BLOCK C, NO 2 JALAN PJU 1A/7A,  
ARA DAMANSARA PJU 1A,  
47301 PETALING JAYA,  
SELANGOR DARUL EHSAN**
2. The registered and postal addresses shall not be changed without the prior approval of the Registrar of the Societies.

### CLAUSE 3 **OBJECTIVE**

1. To promote and advance the use of structural steel in construction and the steelworks industry in general.
2. To provide a forum for exchange of views among various sectors making up the steel industry including the Government Agencies, research institutions, consultants, manufacturers, suppliers, contractors and developers.
3. To gather and disseminate through publications and other appropriate means information on the steel construction industry with prior approval of relevant authorities.
4. To provide advice and information on the structural steel construction industry to public and private bodies as well as the public in general.
5. To publicise new technologies and promote the use of the appropriate technology in the structural steel construction industry.
6. To promote training, research and development in the science and practice of engineering and management in the structural steel construction industry.
7. To promote and update standardization in safety, quality, goods, equipment, fabrications and fittings used in the structural steel construction industry.
8. To cooperate and affiliate as may seem conducive to any of the above objects, with other registered national and international organisations and to support and complement mutually each other's activities.
9. To develop proposals and make suggestions to relevant authorities for amendment of related statutory clauses in building regulations, by laws, taxes or tariffs such as to promote and enhance structural steel construction industry.
10. To raise funds/monies via donations or in any other manner as may be decided by the Council provided for in Article XII (9) for the purposes of the Association subject to the prior approval of the Registrar of the Societies and other relevant authorities wherever relevant.

11. All monies of the Association not required to meet the current expenditure of the Association may be invested in the purchase, or on the security of any stocks, shares, debentures, debentures stocks, land, buildings or other property of any nature and in any part of the world, as the Council may determine, and subject to the financial limit imposed under Clause 9 of Article XIII the Council shall have the power to vary such investment from time to time.

All monies and profits accruing to the Association from participation in any business shall be applied solely towards the furtherance, promotion and execution of the objects of the Association and no portion thereof shall be paid by way of dividend, bonus or profit to any member of the Association, provided that nothing herein expressed or contained shall prevent the payment in good faith of remuneration or expenses or both to any officer or servant of the Association, or to any member of the Association, or other person or persons for services actually rendered by him or them to the Association.

#### **CLAUSE 4 MEMBERSHIP**

1. Membership in the Association shall be open to persons or organizations whose duties and activities respectively are such as to cause them to be interested in the promotion of the structural steel construction industry.

Membership and publicity about MSSA is to be extended to oil and gas consultants.

2. Membership in the Association shall be of five grades: Honorary, Ordinary, Institutional, Associate and Student.

- a. Honorary Membership

A person distinguished in the public life or by service to the Association.

- b. Ordinary Membership

A Malaysians who are above the age of 18 yeas, who possesses a tertiary qualification or holds a position of responsibility in an organisation acceptable to the Council for ordinary membership, and who is involve in the structural steel construction industry.

c. Institutional Membership

A legally constituted professional institution, association, firm, company, organisation or any other similar body whose activities include or concern the structural steel construction industry.

d. Associate Membership

A person who is keenly interested in the structural steel construction industry but is not eligible for election to other classes of membership.

e. Student Membership

A registered student from an approved tertiary education institution or body who is studying in any field related to structural steel construction. Upon graduation, the student member shall have their membership status changed to ordinary member status upon payment of the ordinary member annual subscription fees. Student members can only be admitted as a member with the prior written permission from the Vice Chancellor of the University concerned.

## **CLAUSE 5 RESIGNATION AND TERMINATION**

### **RESIGNATION**

A member may at any time by giving two weeks notice in writing to the Honorary Secretary-General resign from the Association but such member shall continue to be liable to pay to the Association outstanding dues up to the end of the year which he resigns.

### **EXPULSION**

If in a written and signed communication addressed to the Council, any member of the Association shall be charged with or accused of conduct detrimental to the objects or interests of the Association, or that he has violated the Constitution and/or by laws of the Association, the Council shall consider such complaint, accusation or charge. If the Council after due consideration, considers that the charges are serious enough to warrant expulsion, the member against whom the charges have been made shall be advised of the charges by letter and given the right to reply to the charges within twenty-eight (28) days. If the Council, after due consideration of the reply be of the opinion that the interests of the Association so require, may

by letter, invite such member to resign from the Association within a time specified in such letter. If the member refuses to resign within the time specified, Council shall have the power to expel such member forthwith and take all the appropriate steps as the Council deems necessary to effect the expulsion.

## **CLAUSE 6 SOURCE OF INCOME**

### **ENTRANCE, FEES & ANNUAL SUBSCRIPTIONS**

1. The entrance fees and annual subscriptions shall be in First Schedule.
2. The entrance fees and annual subscriptions in the First Schedule may be amended from time to time at a General Meeting of the Association.
3. Subscriptions shall be due and payable on the 1st day of January of each year. In the case of the new member the entrance fee and the annual subscription shall be payable as soon as the member has been advised of his election as a member and therefore on the 1st day of each and every calendar year, provided that any new member whose election as a member is approved on or after the 1st day of October of the year shall be only required to pay the entrance fee and half of the annual subscription for that year.
4. No candidate who has been elected a member shall be entitled to the privileges of membership until payment of the entrance fee and the first annual subscription has been made, if such entrance fee and subscription are not paid within sixty (60) days after the Honorary Secretary-General has advised the candidate of his election as a member, such election shall be void and of no effect whatsoever.
5. A member failing to pay his subscriptions and/or fulfil his financial obligations of any kind whatsoever towards the Association for a period of six (6) months after they fall due shall automatically have his rights and privileges temporarily suspended provided that prior written notice by the Honorary Secretary-General has been given to him at his last known address. If after a further three (3) months, the subscriptions and/or financial obligations



still remain outstanding, the membership of the said member may, at the discretion of the Council, be terminated and his name deleted from the roll of the membership.

6. The Council shall be further empowered to take any actions as in its absolute discretion it deems necessary relating to the payment of subscriptions, entrance fees and all other fees/monies due/owing to the Association.

## **CLAUSE 7    GENERAL MEETING**

1. The Annual General Meeting of the Association for the transaction of the general business of the Association and the declaration of the results of ballots for the election of officers in an election year, shall be held not later than the end of March of each year on a date and at such time and place as the Council may determine. The Honorary-Secretary General shall notify each member in writing of the time and place together with the audited annual accounts of the previous year and ballot papers at least thirty (30) days in advance of the meeting. Notices for proposals/resolutions shall be given by the Honorary-Secretary General to all members at least 10 days before the scheduled Annual General Meeting.
2. Extraordinary General Meetings of the Association may be called at any time upon written request of a majority of the Council or upon the written request of not less than twenty (20) members of the Association eligible to vote.
3. The Honorary-Secretary General shall in writing give to the members of the Association at least twenty-one (21) days' notice of any Extraordinary General Meeting. Such notice shall be sent to every member at his last known address and shall state the time and place where it will be held and the objects/business that will be brought before it. No objects/business shall be brought forward at any such meeting unless the requisite notice of same shall have been duly given as herein provided.
4. The business of an Annual General Meeting shall be :-
  - a. To receive and consider the Annual Report of the Council which shall include the statement of Accounts and the Honorary Auditors Report

- b. To elect members to the Council and two (2) Honorary Auditor for the following two years.
  - c. To consider any other item on the agenda of which notice in writing has been given to the Honorary Secretary-General seven (7) days before the meeting is due to be held.
5. The supreme authority of the Association is in a general meeting of the members. One half of the total voting members or twice the Council Members whichever is less present shall constitute a quorum at a meetings of the Association. In the event of a quorum not being present within thirty (30) minutes of the hour fixed for the commencement of a meeting, the meeting shall stand adjourned to the same place and the same day and hour in the following week. If a quorum is not present half an hour after the time appointed for the postponed meeting members present, whatever their number, shall constitute a quorum provided that they shall not have the power to amend the Constitution or pass any resolution that affects all members.
  6. The rules regarding the postponement of the Annual General meeting shall also apply to Extraordinary General Meeting but with proviso that if no quorum is present after half an hour from time appointed for the postponed Extraordinary General Meeting requisitioned by members, the meeting shall be cancelled and no Extraordinary General Meeting shall be requisitioned for the same purpose until after the lapse of at least six month from the date thereof.
  7. The Honorary Secretary-General shall forward to all members a copy of the draft minutes of each Annual and Extraordinary General Meeting as soon as possible after its conclusion.

## **CLAUSE 8 COMMITTEE**

1. The management of the affairs and the property of the Association shall be vested in a Council of not more than twenty-one (21) members comprising the following :-
  - A President
  - A Deputy President
  - Two Vice Presidents

An Immediate Past President

An Honorary Secretary-General

An Honorary Treasurer-General

Ordinary Council Members numbering not more than nine (9)

Appointed Ordinary Council Members numbering not more than five (5)

Appointed Honorary Advisors numbering not more than five (5)

(The Advisors are not members of the Executive Council)

2. All office-bearers and officers performing executive functions in the Association shall comprise of Malaysian citizens.
3. The President, Deputy President, two (2) Vice Presidents, Honorary Secretary-General, Honorary Treasurer-General, and up to nine (9) Ordinary Council Members shall be elected by a postal ballot of the Association members eligible to vote as in Article XIV, and shall take office at the conclusion of the Annual General Meeting following balloting.
4. The Immediate Past President shall be the new Presidents immediate predecessor. If he is unable or unwillingly to act, then any other Past-President shall be eligible to be elected by the Council.
5. The five (5) appointed Ordinary Council Members and 5 Advisors shall be selected by the President for purposes as he deems fit and shall take office from the date of appointment.
6. The Council may appoint an Administrative Secretary to assist the Honorary Secretary-General in carrying out his duties.
7. The function of the Council is to organise and supervise the day-to-day activities of the Association and to make decisions on matters affecting its running within the general policy laid down by the general meeting and the Council may not act contrary to the expressed wishes of the general meeting without prior reference to it and shall always remain subordinate to the general meeting. It shall furnish a report to each annual general meeting on its activities during the previous year.
8. The Council may prescribe By-laws for the proper exercise of the powers vested in it and may at any time in the like manner, approve, annul or vary any By-laws. All By-laws for

the time being in force, shall be binding on the members of the Association, provided that notice of such By laws or alterations thereto shall be notified to all members in writing not less than sixty (60) days before becoming effective, during which time not less than twenty (20) of the members eligible to vote may by notice in writing to the Honorary Secretary-General, require an Extraordinary General Meeting to be convened for the purpose of considering, confirming or revoking the same.

9. The Council may purchase any property movable or immovable and take, accept and hold any such property which may become vested in it by virtue of such purchase, or by any exchange, grant donation, lease, testamentary disposition or otherwise provided that the Council may not purchase, sell, mortgage, exchange or otherwise dispose of any such immovable property of more than one million ringgit without the confirmation by a simple majority vote of members expressed at an Annual General or Extraordinary General Meeting of an Association.
10. The Council may from time to time raise or borrow for the purposes of the Association such sum(s) of money as it thinks proper and may raise or secure the payment of such monies in such manner and upon terms and conditions in all respects as it thinks fit provided that where any question arises involving either the raising and borrowing of money or the incurring of any capital expenditure by the Association of more than one million ringgit for any project of the Association, then that question or any other questions arising out of the same or incidental matter thereto shall be decided by a simple majority vote of the members entitled to vote expressed at an Annual or Extraordinary General Meeting of the Association.
11. The Council may from time to time appoint Sub-Committees from amongst members of the Association with powers to co-opt other persons and delegate to such Sub-Committees part of its power and duties. The Council may withdraw from such Sub-Committees all or any of the power so delegated and revoke all such appointments. Such Sub-Committees shall report their proceedings to the Council as required by the Council and shall conduct their business in accordance with the direction of the Council.
12. The Council shall have powers to appoint, control, pay or dismiss employees and servants of the Council and may delegate administrative powers to them as may be necessary for the proper carrying out of the objects of the Association. The Council may authorise its

members, employees or servants to incur expenditure as may be necessary from time to time.

#### **CLAUSE 9 DUTIES OF OFFICE BEARERS**

1. The President shall during his term of office, presides at all general meetings and all meetings of the Council and shall be responsible for the proper conduct of all such meetings. He shall have the casting voice and shall sign the minutes of each meeting at the time they are approved. He shall, in conjunction with the Honorary Treasurer General sign all cheques on behalf of the Association.
2. The Deputy President shall assist the President in carrying out his duties and shall deputies for the President during the later absence.
3. The Vice President shall assist the President and the Deputy President in carrying out their duties. One of the Vice President shall deputies for the Deputy President in his absence.
4. The Immediate Past President shall perform any function requested of him by the Council and his special function is to assist the Council with background information on matters carried over from the immediate past Council.
5. The Honorary Secretary-General shall conduct the business of the Association in accordance with its rules, and shall carry out the instructions of the general meeting and of the Council. He shall be responsible for conducting all correspondences and keeping all books, documents and papers except the accounts and financial records. He shall maintain a membership register with particulars of name, age, identity card number, occupation and address of every member. He shall attend all meeting and record the proceedings, he shall within 28 days after the holding of the annual general meeting of the Association, submit the annual returns of the Association to the Registrar of Societies as required under section 14(1) of the Societies Act. 1966. In the absence of the Honorary Secretary-General, the Council should appoint a person from among the members of the Council to deputies for him.

6. The Honorary Treasurer-General shall be responsible for the finances of the Association. He shall keep accounts of all its financial transactions and shall be responsible for their correctness. He shall in conjunctions with the President sign all cheques on behalf of the Association. In the absence of the Honorary Treasurer-General, the Council shall appoints a person from among the Council to deputies for him.
7. The Ordinary Council members or his/her named alternate shall attend all meetings and shall perform the functions as directed or delegated by the Council.

#### **CLAUSE 10 FINANCIAL PROVISION**

1. Subject to the following provisions in the rule the funds of the Association may be expended for any purpose necessary of the carrying out of its objects including the expenses of its administration, the payment of salaries, allowances and expenses to its office-bearers and paid staff and the audit of its accounts, but they shall on no account be used to pay the fine of any member who may be convicted in a Court of Law.
2. The Honorary Treasurer-General may hold a petty cash advance not exceeding RM500.00 (Ringgit: five hundred only) at any one time. All money in excess of this sum shall within seven days of receipt be deposited in a bank approved by the Council. The bank account shall be in the name of the Association.
3. All cheques or withdrawal notices on the Associations account shall be signed jointly by two principal office-bearers i.e. the President and the Honorary Treasurer- General. In the absence of any of them, the Council should appoint one of its members to sign in his place.
4. No expenditure exceeding RM 10,000.00 (Ringgit: Ten thousand only) at any one time shall be incurred without the prior sanction of the Council and no expenditure exceeding RM 50,000.00 (Ringgit: Fifty thousand only) in any one month shall be incurred without the prior sanction of a general meeting.

For all expenses that have not been budgeted, the following Level of Authority is to be observed.

Purchase Value: Below RM1, 000.00

Authorise Signatory: Honorary Secretary General

Action Required: The Secretariat will raise a Purchase Order to be approved by The Honorary Secretary General.

Required supporting document, Quotation from vendors

Purchase Value: Between RM1, 000.00 to RM5, 000.00

Authorise Signatory: Honorary Treasurer

Action Required: A management paper will be submitted to the Honorary Treasurer for Approval. The Management paper will be Prepared by The Secretariat, Reviewed by The Honorary Secretary General and Approved by The Honorary Treasurer.

The Secretariat will raise a Purchase Order to be signed by The Honorary Secretary General.

Required Supporting Document: Management paper, 3 Quotations from Vendors.

Purchase Order, Approved Management Paper and Quotation from Vendor

Purchase Value: Between RM5, 000.00 to RM10, 000.00

Authorise Signatory: Council

Action Required: The Secretariat will prepare council papers to be tabled out at the Council Meeting for approval. The Secretariat will raise a Purchase Order to be signed by The Honorary Secretary General.

Required supporting document for Purchase Order, Minutes of Meeting and Quotation from Vendor

Purchase Value: Above RM10, 000.00

Authorise Signatory: President

Action Required: A management paper will be submitted to the Honorary Secretary General or Honorary Treasurer before it is to be approved by the President. The Management paper will be Prepared by The Secretariat, Reviewed by The Hon Secretary General/Honorary Treasurer Approved by The President.

The Secretariat will raise a Purchase Order to be signed by The Honorary Secretary General.

Required supporting document for Management Paper 3 Quotations from Vendors  
Purchase Order, Approved Management Paper and Quotation from Vendor

5. As soon as possible after the end of each financial year, a statement of receipts and payments and a balance sheet for the year shall be prepared by the Honorary Treasurer-General and audited by the Auditors appointed under Article 11. The audited accounts shall be submitted for the approval of the next Annual General Meeting and copies shall be made available at the registered address or place of meeting of the Association for the perusal of its member.
6. The date of the commencement of the financial year of the Association shall be from the 1st January and shall end on 31st December annually.

#### **CLAUSE 11 AUDITORS**

1. A Certified External Auditor shall be appointed once in every two years by the Annual General Meeting as Auditors. He/she shall hold office for two years and may be re-appointed.
2. The Auditors shall be required to audit the accounts of the Association for the year and to prepare a report or certificate for the Annual General Meeting. They may also be required by the President to audit the accounts of the Association for any period within their tenure of office at any date and to make a report to the Council.

#### **CLAUSE 12 PROPERTY ADMINISTRATOR / TRUSTEES**

1. Three Trustees, who must be over 21 years of age, shall be appointed at the Annual General Meeting and shall hold office during the pleasure of the Association. They shall have vested in them all immovable properties whatsoever belonging to the Association upon the execution of a Deed of Trust.



2. The Trustees shall not sell, withdraw or transfer any of the property of the Association without the consent and authority of a general meeting of members.
3. A Trustee may be removed from office by the general meeting on the grounds that, owing to ill health, unsoundness of mind, absence from the country or for any other reason, he is unable to perform his duties or unable to do so satisfactorily. In the event of the death, resignation or removal of a Trustee the vacancy shall be filled by a new Trustee appointed by a general meeting.

#### **CLAUSE 13 INTERPRETATION**

1. Between Annual General Meetings, the Council shall interpret the rules of the Association and when necessary, determine any point on which the rules are silent.
2. Except where they are contrary to or inconsistent with the policy previously laid down by the general meeting, the decisions of the Council shall be binding on all members of the Association unless and until countermanded by a resolution of a general meeting.

#### **CLAUSE 14 ADVISOR / PATRON**

The Association may invite a Malaysian of distinction to be its patron for a term of three (3) years and may extend the invitation for such patronage for further terms of three (3) years each.

#### **CLAUSE 15 PROHIBITION**

1. None of the following games, shall be played in the premises of the Association: Roulette, Lotto, Fan Tan, Poh, Peh Bin, Belangkai, Pai Kau, Tau Ngau, Tien Kow, Chap Ji Kee, Sam Cheong, Twenty-one, Ten and a half, all games of dice, bankers games, all games of mere chance. All video/computer games and games of snooker and billiard shall be strictly prohibited in the premises of the Association.

2. Neither the Association nor its members shall attempt to restrict or in any other manner interfere with the trade or engage in any trade union activities as defined in the Trade Union Act, 1959.
3. The Association shall not hold any lottery without licence from the proper authority wherever confined to its members or not, in the name of the Association or its office-bearers, Council or member.
4. No benefits as defined under Section 2 of the Societies Act 1966 shall be given by the Association to any of its members.
5. No university or university college student shall be admitted as member of the Association unless he or she has obtained a prior written permission from the Vice Chancellor of the University concerned.

#### **CLAUSE 16 AMENDMENT OF CONSTITUTION**

1. This Constitution may be wholly or in part replaced, repealed, substituted or otherwise amended at the Annual General Meeting or at an Extraordinary General Meeting of members specially convened for such purpose, the Amendment shall be forwarded to the Registrar of Societies within 28 days of being passed by the general meeting. Any change shall take effect from the date on which the Registrar of Societies approves the amendment.
2. Any proposal under this Article shall be given in writing and shall be deemed to be a proposal for an extraordinary resolution at the Annual General Meeting or the Extraordinary General Meeting of members. The express notice of such proposal shall be given by the Honorary Secretary-General to all members at least ten (10) clear days before the aforementioned meeting.
3. No such proposal shall be deemed to have been passed unless it is carried by a majority of at least two-thirds (2/3) of the votes cast with the exception of proposals in respect of the First Schedule of this Constitution which shall be subjected to a simple majority of the votes cast.

## CLAUSE 17 DISSOLUTION

1. The Association may be dissolved voluntarily by a resolution at a General Meeting of members convened for that purpose only, and voting thereon shall be by secret ballot only.
2. The proposal to dissolve the Association shall be deemed to have been passed only if carried by a majority of not less than two-thirds (2/3) of members present and entitled to vote at the meeting.
3. In the event of the Association being dissolved, all liabilities legally due by the Association shall be fully discharged and any surplus fund thereon remaining shall be distributed to any registered Association or Society having aims or objects similar to those of the Association or to any approved charitable Institution or Society as decided at the General Meeting.
4. The notice of the dissolution shall be sent to the Registrar of Societies within 14 days of its dissolution.

## CLAUSE 18 FLAG, LOGO AND BADGE

### 1. Flag

-

Description

-

### 2. Logo



Description

3. Badge

-

Description

-

**CLAUSE 19 RIGHTS AND PRIVILEGES**

1. Each Ordinary and Institutional Member shall be entitled to one vote on each matter submitted to membership vote.
2. The vote of an Institutional Member shall be exercised through its authorised representative.
3. Election of the Offices of the Association shall be privilege of the Ordinary and Institutional members only.
4. Honorary, Associate and Student Members shall be entitled to all rights and privileges of members in the Association except the right to vote and hold office in the Association.

**CLAUSE 20 VOTE**

1. Votes may be given either personally or by proxy. A proxy shall be appointed in writing under the hand of the appointer.
2. A member may appoint another member as his proxy to represent him at any Annual General Meeting or adjourned Annual General Meeting and the proxy shall have all the rights of the member from whom he is representing and to vote thereat for himself and for the member from whom he is representing.
3. The proxy form shall be addressed to the Honorary Secretary-General and shall be deposited at the registered office of the Association not less than seven (7) days before the

time of holding the meeting at which the person named in the proxy proposes to attend and vote.

4. No member shall be entitled to attend, speak or vote either in person or by proxy at any meeting of the Association unless all monies (whether subscriptions or otherwise) then due from him to the Association have been paid.
5. The instrument appointing a proxy shall be in the following form

#### **CLAUSE 21 APPLICATION FOR MEMBERSHIP**

All applications for membership of the Association except for membership under Article IV (2) (a) of the Constitution, shall be sponsored by two (2) Ordinary or Institutional Members and shall be submitted on the prescribed membership application form as approved by the Council from time to time containing all the details required thereon in full to the Honorary Secretary- General who shall cause them to be placed before the Council for consideration.

#### **CLAUSE 22 MEMBERS ADDRESSES**

All members of the Association shall communicate to the Honorary Secretary-General any changes of address and all letters, notices and accounts posted by ordinary mail to the last given address shall be considered as having been duly served on the day following the date of posting.

#### **CLAUSE 23 TENURE OF OFFICE, NOMINATION AND ELECTION OF OFFICES**

1. The tenure of the office of the members of the Council shall be a period of two (2) years commencing from the conclusion of the Annual General Meeting of an election year when the out-going Council shall retire.
2. The Council shall not later than sixty (60) days prior to the next scheduled Annual General Meeting of an election year invite nominations for President, Deputy President, two (2)

Vice Presidents, Honorary Secretary-General, Honorary Treasurer-General and not more than nine (9) Council Members. Each nomination shall be made on the prescribed Nomination Form which must show the written consent of the member nominated and must be sponsored by not less than two (2) members eligible to vote, the retiring Council may nominate one or more candidates(s) for any office for the purpose of the ballot.

3. Where no nominations have been received from the members by the due date that the nominations are due to be received, the incoming Council may at its discretion elect any qualified eligible member to fill any vacancy.
4. The Council shall, not less than thirty (30) days before the Annual General Meeting of an election year, send by post to all members entitled to vote a ballot paper on which shall appear the names of all the candidates nominated for each office. The voting ballot paper shall be returned to the Honorary Secretary-General in a sealed envelope so as to reach him not later than seven (7) days before the Annual General Meeting. In the case where only one nomination is received for a particular office on the Council, the candidate nominated shall be deemed to be elected unopposed. The Council shall appoint two (2) or more scrutineers from among the members who are not candidates for the election for the purpose of scrutinising the ballot. The Scrutineers shall certify and report the results of the ballot to the Annual General Meeting.
5. In the event that any office of Council becomes vacant during a Council term the Council at its sole discretion may appoint any qualified/eligible member of the Association to fill the vacancy for the remaining term of office of the Council.
6. A position of the Council is rendered vacant forthwith, if the holder :-
  - a. ceases to be a Member of the Council
  - b. resigns his position by notice
  - c. has his membership terminated under the Constitution
7. If a member of Council is disabled, or neglects to perform his duties, the Council shall have the power to declare his position vacant, and such a member of Council, whose position has been declared vacant due to neglect in performance of his duties, shall be ineligible to hold any position of the Association thereafter for at least two terms.

## CLAUSE 24 MEETING OF THE COUNCIL

1. A meeting of the Council shall be held as often as the Council may see fit but not less than once in every three (3) months.
2. For the purpose of a Council Meeting, four (4) persons of the Council Members shall form a quorum.
3. If five (5) or more members of the Council in writing suggest/propose certain resolutions for the approval of the Council and it is not possible for the Council to convene a meeting, the Honorary Secretary-General shall prepare and send to all members of Council at their last known address the proposed resolutions by way of circular letter. The resolutions shall be approved if within the time stipulated in the circular resolutions it is favoured and approved by not less than 50% of the members of the Council.
4. A failure on the part of any member of Council to give a reply in respect of the proposed resolutions in Clause 3 of Article XVI herein within the time specified in the circular letter shall be deemed an approval on the part of that member of Council.

## **FIRST SCHEDULE**

### **ENTRANCE FEES:-**

- |                                 |             |
|---------------------------------|-------------|
| a) Ordinary & Associate Members | RM 100.00   |
| b) Institutional Members        | RM 2,000.00 |
| c) Student Members              | RM 1.00     |

### **ANNUAL SUBSCRIPTIONS:-**

- |                                 |             |
|---------------------------------|-------------|
| a) Ordinary & Associate Members | RM 100.00   |
| b) Associate Members            | RM 100.00   |
| c) Institutional Members        | RM 3,000.00 |
| d) Student Members              | RM 10.00    |

Honorary Members shall not be required to pay entrance fees or annual subscriptions.