

# CONSTITUTION

## CLAUSE 1 NAME

1.1 The Association shall be known as

**Persatuan Ahli Mahir Bahan, Getaran dan Penebat Malaysia**

**(Association of Materials, Vibration & Insulation Practitioners, Malaysia)**

and hereinafter referred to as " the Association " .

1.2 Definition : The Association represents "Practitioners" (business persons, academicians, technologists, engineers, scientists, technicians, craft-workers, skilled workers, managers, sales persons, finance persons, legal persons, administrative persons, buyers, users, consumers, business owners, and like-minded people) involved in the fields of Materials, Vibration and Insulation.

1.3 Status : The Association shall be registered as a National Association in Malaysia.

## CLAUSE 2 ADDRESS

2.1 The registered address is

**NO.2, JALAN TPP5/17, TAMAN PERINDUSTRIAN PUCHONG 47160  
PUCHONG  
SELANGOR**

and the postal address is

**NO.2, JALAN TPP5/17, TAMAN PERINDUSTRIAN PUCHONG 47160  
PUCHONG  
SELANGOR**

or at such other place as may from time to time be decided by the Executive Committee;

2.2 The registered and postal addresses shall not be changed without the prior approval of the Registrar of Societies.

## CLAUSE 3 OBJECTIVES

The objectives of the Association shall include the following: -

3.1 To promote the profession and businesses of Materials, Vibration & Insulation Practitioners in Malaysia and Globally.

3.2 To encourage business development, skills development, and technology development for its members involved in Materials, Vibration, and Insulation including materials technologies such as metals, non-metals, plastics & rubber, polymers, ceramics, timber & wood, pottery, bamboo, welding & joining, corrosion, materials fabrication & manufacture, materials handling & installation, materials cutting & fitting, materials testing, materials & equipment inspection, materials failure analysis & investigation, materials selection, cathodic protection, corrosion inhibition, materials design & consultancy, paints & coatings, textiles, green materials, environmentally-friendly materials, nanomaterials, advanced materials, semi-conductor materials, electronic materials, insulating materials, fire-resistant materials, safety materials, aircraft & aerospace materials, automotive materials, naval materials, railroad materials, construction materials, materials for robotics & automation, sensing & sensory materials, rare-earth materials, medical materials, and new materials, as well as vibration technologies such as condition-monitoring & vibration-monitoring, corrosion-under-insulation, new vibration and new insulation technologies.

3.3 To encourage the development of manpower skills in the fields of Materials, Vibration and Insulation including embracing new-age technologies to uplift the capability of the Malaysian skilled workforce in these business sectors.

3.4 To promote Industrial Research and Development in the fields of Materials, Vibration and Insulation including their applications in new-age technologies to assist and develop Malaysian Companies to compete globally.

3.5 To engage with Government and relevant authorities and agencies for the betterment of industries involved in Materials, Vibration and Insulation for national economic development and sustainability.

3.6 To encourage early education amongst school students to become Materials, Vibration & Insulation practitioners to ensure adequate availability of specialized skills needed for the nation's futuristic growth and development.

3.7 To facilitate and encourage economic interaction between industry practitioners and academics for practical skills and entrepreneurial skills development.

3.8 To facilitate and encourage its members to participate in domestic and international trade events and exhibitions to promote their products and services domestically and internationally.

3.9 To assist its members to grow the Materials, Vibration & Insulation Practitioners' industry domestically and globally through regular marketing and promotional events and activities.

3.10 To facilitate the engagement of the Materials, Vibration and Insulation industries with the government and public in ensuring public safety and health through programs on health, safety, security and environment.

3.11 To promote honorable practice and professional etiquette among its members.

3.12 To hold meetings of the Association at its Secretariat office at no.2, Jalan TPP 5/17, Taman Perindustrian Puchong Seksyen 5, 47160 Puchong, Selangor or at any other convenient venues decided from time-to-time by the Committee Members.

## **CLAUSE 4 MEMBERSHIPS**

### **4.1 MEMBERSHIP CATEGORIES**

#### **4.1.1 INDIVIDUAL MEMBER**

- (i) The applicant must be a Malaysian Citizen or Blue Identity Card holder.
- (ii) Of age 18 years and above.
- (iii) Reside in any State or District of Malaysia.
- (iv) May be any race recognized in Malaysia.
- (v) May be Male or Female.
- (vi) May be of any religion recognized in Malaysia.
- (vii) Any person who has an interest or is involved in Materials, Vibration or Insulation or is a Practitioner in the Materials, Vibration or Insulation industries is eligible to join as an Individual Member with voting rights in the Association.

Materials include a wide variety of industries as defined in Clause 3.2.

#### **4.1.2 CORPORATE MEMBER**

Any company or organization, registered in Malaysia or overseas, may join as a Corporate Member and nominate a Corporate Representative with voting rights. The Corporate Representative must be a Malaysian Citizen or Blue Identity Card holder. All other staff members of the Corporate Member shall be entitled to attend events and activities of the Association at Member Rates if charges and fees are applicable.

#### **4.1.3 ASSOCIATE MEMBER**

A person at least 18 years of age who possesses an interest to join the Association but not involved in businesses relating to Materials, Vibration or Insulation, or a person who is not a Citizen of Malaysia nor a holder of the Malaysian Blue Identity Card is eligible to join as an Associate Member. Associate Members shall not have any voting rights in the Association. Associate Members shall be entitled to attend events and activities of the Association at Member Rates if charges and fees are

applicable. Associate Members may be elected into the EXCO as ordinary EXCO Members, subject to the approval of the Registrar of Societies of Malaysia, or join Working Committees in areas of their interest. Associate Members shall have no voting rights.

#### **4.2 General Constitution on Memberships: -**

4.2.1 The Executive Committee (hereinafter to be called the “ EXCO “) shall establish a Memberships Committee which will be responsible for review of applications for memberships. The Memberships Committee shall recommend applications and transfers for EXCO approval at EXCO Meetings. All categories of memberships are awarded at the discretion of the EXCO and may be withheld or withdrawn in the event of conduct likely to prejudice the standing of the Association. The Memberships Committee shall be responsible for drafting the “Regulations Governing Admission of Membership Categories” for EXCO approval. These regulations may be changed from time to time subject to EXCO approval.

4.2.2 Every application for membership shall be submitted with a Proposer and a Seconder and shall be forwarded to the EXCO for approval. The EXCO may at its discretion reject any application without assigning any reason thereof. Every approved application shall be issued a Membership Number and an Electronic Membership Certificate.

4.2.3 Each Corporate Member, on admission, shall be entitled to nominate ONE Corporate Representative to exercise all rights of membership. The Corporate Representative must be a Malaysian Citizen or Blue Identity Card holder. Only Individual Members and the Corporate Representative of Corporate Members shall have the right to vote and to hold office in Association.

4.2.4 Only Malaysian Citizens and Blue Identity Card holders can become Individual Members with voting rights. Foreigners can join as Associate Member and shall have no voting rights. Associate Members may be elected to the EXCO as ordinary EXCO Members with no voting rights but cannot be elected to the key positions of President, Deputy President, Vice-Presidents, Secretary-General, Honorary Secretary or the Honorary Treasurer. Associate Members can be elected or nominated to hold office in normal Working Committees but shall have no voting rights.

## **CLAUSE 5 RESIGNATIONS & TERMINATIONS**

### **5.1 Resignations/Terminations of Members**

5.1.1 Members who wish to resign shall submit written requests of resignation to the Honorary Secretary giving one month's notice in advance and ensure that all dues and debts have been settled.

5.1.2 The EXCO may terminate or suspend the membership for one or more of the following reasons: -

- a) Failure to abide by the Constitution of the Association.
- b) Conduct deemed unprofessional and/or unethical to the wellbeing of the Association.
- c) Failure to attend at least fifty percent of Committee Meetings held within a Calendar Year.
- d) Failure to perform duties assigned by the EXCO.

The EXCO shall issue a show-cause letter to the Member concerned giving a three-month period for appeal prior to official termination.

5.1.3 The termination or suspension shall be carried out upon completion of investigation and review by the Disciplinary Committee unless an Order to Defer was issued by a General Meeting or the Appeal by the Member was accepted by the EXCO.

## **5.2 Disciplinary Committee**

A Disciplinary Committee comprising of the following shall preside over all disciplinary issues and complaints received by the Secretariat or EXCO:-

Chairman : President of the Association.

Secretary : Honorary Secretary of the Association.

Members : Three (3) EXCO Members of the Association appointed by the EXCO.

In the event a complaint has been made against any of the members of the Disciplinary Committee members, the accused member shall abstain from the Disciplinary Committee investigating the complaint. The Disciplinary Committee may appoint additional adhoc temporary members from amongst the other EXCO members as and when deemed necessary.

## **CLAUSE 6 SOURCE OF INCOME**

### **6.1 MEMBERSHIP FEES**

- (i) Entrance Fee shall be RM20.00 for all membership categories.
- (ii) Annual Subscription for Corporate Member shall be RM200.00 per year.
- (iii) Annual Subscription for Individual Member shall be RM50.00 per year.
- (iv) Annual Subscription for Associate Member shall be RM30.00 per year.

The Membership Fees may be changed from time to time subject to endorsement by an Extraordinary General Meeting or Annual General Meeting.

6.1.1 Annual subscriptions shall be payable in advance before 1st January of each year. Final due date for payment of annual subscription renewal shall be the end of March. A late-payment interest may be imposed on members at the

discretion of the EXCO. Any person who is admitted into the Association between 1st July and 31st December in any year shall pay only half the annual subscription.

6.1.2 Any member whose subscription is more than two months in arrears shall be so notified by the Honorary Secretary and shall lose all the rights of membership including the right to vote and to receive publications normally furnished without special charge to members in good standing.

The Honorary Secretary shall mail a final notice by registered post to the last known address of any member whose subscription becomes six months in arrears. Any member whose subscription becomes twelve months in arrears shall be reported to the EXCO who shall have the power to expel the defaulter from the Association by deleting his name from the Register, provided, however, that the EXCO for cause deemed by it to be sufficient, may extend the time for payment of arrears of subscriptions and for the application of these penalties.

6.1.3 Any member whose subscription is more than three months in arrears may resign and request the EXCO to write-off all his arrears.

6.1.4 The EXCO reserves the right to set the penalty fee for any member whose subscription has been in arrears and wish to continue as a member.

6.1.5 The Association may collect Special Fees from members for specific purposes with the approval of an Annual General Meeting or Extraordinary General Meeting. Any member who declines to pay the approved Special Fees within the stipulated period shall be deemed to have defaulted in payment and those sums shall be considered as arrears owed by the member.

6.1.6 In the case of any EXCO Member whose earning capacity has been adversely affected by ill-health, or otherwise, the EXCO may, at their discretion, exempt the annual subscription which are due from such an individual.

## **6.2 DONATIONS**

The Association shall be allowed to accept donations from members, well-wishers, companies and organizations who wish to assist the Association to accomplish its Objectives.

## **CLAUSE 7 GENERAL MEETINGS**

7.1 The management of the Association shall be governed by the Annual General Meeting. The quorum for an Annual General Meeting or Extraordinary General Meeting shall be half the number of voting members or two (2) times the number of EXCO Members, whichever is the lower.

The Meetings of the Association shall be classified as follows; -

- a) The Annual General Meeting of members only.

b) Extraordinary General Meeting of Members only, for the purpose of making, altering, and establishing the Constitution or for any other special business for which such meetings may be convened.

Subject to the provisions of the Constitution, the Meetings of the Association shall be conducted as follows; -

- a) The Annual General Meeting: Once a year
- b) Extraordinary General Meeting of Members only, for the purpose of making, altering, and establishing the Constitution or for any other special purpose.

7.2 In the event of a quorum not being present within thirty minutes of the hour fixed for the commencement of the Annual General Meeting, the meeting shall stand adjourned to the same place and the same day and hour in the following week, when the Members present, whatever number, shall have the power to proceed with the business of the day but they shall not have the power to alter the Constitution of the Association, or make decisions affecting the whole Membership.

7.3 The First Annual General Meeting of the Association shall be held not later than eighteen (18) months from the Date of Approval of Registration of the Association by the Registrar of Societies on a date and at such time and place as the EXCO may determine. Subsequent Annual General Meetings shall be held not later than eighteen (18) months from the date of the previous Annual General Meeting.

The business of the Annual General Meeting shall include the presentation of the President's Address which shall include highlights of the activities of the preceding year, the Honorary Treasurer's financial report for the preceding fiscal year, the election of the internal auditors, the appointment of external auditors, and the consideration of any other business as provided for in this Constitution. During Election Years, the Meeting shall include the declaration of the results of the election of principal office bearers of the Association EXCO and the conduct of elections for Ordinary EXCO Members.

7.4 The notice for the Annual General Meeting together with the draft Audit Annual Accounts for the previous year and the Minutes of the previous Annual General Meeting shall be circulated to the general membership at least four weeks before the Annual General Meeting. The official audited accounts shall be confirmed before the Annual General Meeting and these audited accounts shall be distributed during the Annual General Meeting. The accidental omission to send notice of a meeting to, or the non-receipt of a notice by, any Member shall not invalidate the proceedings at the meeting.

7.5 Any twenty voting members may at any time call an Extraordinary General Meeting of members for a specific purpose or whenever the EXCO deems it necessary.

7.6 An Extraordinary General Meeting requisitioned by members shall be convened for a date within thirty days of the receipt of such requisition.

7.7 The notice for the Extraordinary General Meeting shall be circulated to the Members at least twenty-one days before such meeting by the Honorary Secretary upon instructions from the EXCO. Such notice shall specify the general nature of the matters to be brought before and the resolutions (if any) to be moved at such meeting and none other than that business shall be transacted at the meeting.

7.8 Clause 7.1 and 7.2 of this Constitution regarding the postponement of an Annual General Meeting shall apply also to an Extraordinary General Meeting, but with the proviso that if no quorum is present after half an hour from the time appointed for a postponed Extraordinary General Meeting, 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 months from the date thereof.

7.9 The Honorary Secretary shall distribute the Minutes of an Annual General Meeting or Extraordinary General Meeting within six (6) months of the Meeting to all members.

## **7.10 ELECTION PROCEDURE**

7.10.1 Elections for the Principal Posts of President, Deputy President, Vice-Presidents, Secretary-General, Honorary Secretary and Honorary Treasurer shall be held no later than three (3) months before the end of the 3-year term. These posts shall be elected from within the EXCO members during an EXCO meeting held at least three (3) months before the end of the final year of the 3-year term. The EXCO shall appoint 1 Returning Officer and 2 Scrutineers from amongst the Ordinary EXCO members to conduct the elections. The elections shall be by secret ballot within all members of the EXCO during the EXCO meeting. Absent EXCO members can submit their votes by proxy or in advance in a sealed secret envelope. In the event of a tie, the Returning Officer and 2 Scrutineers shall cast their deciding vote by secret ballot.

7.10.2 Not less than three months before the date of the Annual General Meeting, nominations for posts as Ordinary EXCO members in the EXCO for the ensuing session shall be invited from members. All nominations shall be submitted to the Honorary Secretary with the written consent of the person so nominated, by a date to be fixed by the EXCO.

7.10.3 In the event that insufficient nominations are received for Ordinary EXCO posts by the Honorary Secretary, additional nominations will be requested during the Annual General Meeting.

7.10.4 At an EXCO Meeting of the Association preceding the Annual General Meeting, the EXCO shall choose three EXCO Members as Scrutineers for the purpose of counting votes during the elections. One of the Scrutineers shall be appointed the Returning Officer by the EXCO. The Scrutineers shall check all nomination forms to confirm the list of nominated candidates.

7.10.5 Voting for the posts of Ordinary EXCO Member during the Annual General Meeting shall be by show of hands. Only members with voting rights will be allowed to vote. Each member shall be allowed to vote more than once. In the event of a tie, the Returning Officer and 2 Scrutineers shall cast their deciding



vote by secret ballot. The ten (10) candidates with the highest number of votes shall be elected to the posts of Ordinary EXCO Members.

7.10.6 One term of office for each EXCO Member shall not be more than three (3) years.

7.10.7 The successful candidates shall commence their term of office with effect from the following month after the Annual General Meeting on a date to be determined by the EXCO.

## **CLAUSE 8 EXECUTIVE COMMITTEE ( “ EXCO “ )**

### **8.1 Officers of the EXCO**

The Members of the EXCO, who shall be elected from amongst Individual Members, Corporate Representatives and Associate Members shall consist of the following:-

- a) One (1) President
- b) One (1) Deputy President
- c) Four (4) Vice-Presidents
- d) One (1) Immediate Past President
- e) One (1) Secretary-General
- f) One (1) Honorary Secretary
- g) One (1) Honorary Treasurer
- h) Ten (10) Ordinary EXCO Members

8.2 The Principal Posts of President, Deputy President, Vice-Presidents, Secretary-General, Honorary Secretary and Honorary Treasurer shall be held by Malaysian citizens or Blue Identity Card Holders only. In the event of any of the positions falling vacant, the position shall be filled by a simple majority vote within the EXCO members. The posts of Ordinary EXCO members may be held by non-Malaysian citizens who are Associate Members, subject to approval by the Registrar of Societies.

8.3 Candidates for each EXCO Post shall be nominated and seconded by members. The election for the EXCO Posts shall be conducted in accordance to Section 7.10

8.4 The functions of the EXCO is to manage and organize the activities of the Association. The EXCO shall abide by the decisions and policies established by the Annual General Meeting and Extraordinary General Meeting. The EXCO shall not deviate from the decisions and policies established by the Annual General Meeting and Extraordinary General Meeting without first consulting members at an Annual General Meeting or Extraordinary General Meeting. The EXCO shall table an Annual Report of its activities at each Annual General Meeting.

8.5 The EXCO shall meet at least four (4) times a year. The notice of meeting must be issued to all EXCO members at least seven (7) days in

advance by the Honorary Secretary. The President, on his own, or not less than four (4) EXCO members can call for an EXCO meeting at any time. At least half of the number of EXCO members must be present to form a quorum for the meeting.

8.6 In the event of an urgent matter requiring the approval of the EXCO, the Honorary Secretary can seek the decision of the EXCO members via email communication should there be insufficient time to call for an EXCO meeting physically. The following conditions must be met before the EXCO can make a decision:-

- (a). The urgent matter must be clearly explained in the email to all EXCO members.
- (b). At least half of the EXCO members must respond with approval or rejection.
- (c). The decision shall be based on majority vote within the respondents. The decision must be reported by the Honorary Secretary during the following EXCO meeting for validation and recorded in the minutes of the EXCO meeting.

8.7 Any EXCO member who fail to attend more than three (3) EXCO meetings within a year without a valid reason shall be considered as resigned from the EXCO.

8.8. In the event of death of an EXCO member or resignation, the candidate with the next highest number of votes during the preceding elections shall be offered the post. If the candidate is untraceable or decline the offer, the EXCO may co-opt any other member to fill the post until the next elections.

8.9 The EXCO may instruct the Honorary Secretary or any other EXCO member to oversee the administration of the Association and engage the relevant management and administrative personnel deemed necessary. The EXCO may suspend or terminate the services of such personnel due to poor performance, lack of discipline, or lack of integrity or any other behaviour and actions which can damage the reputation of the Association.

The Association may set up its own Secretariat based on its financial resources. However, should the EXCO decide that the Secretariat be contracted out to a third party, the EXCO shall be responsible for ensuring that the negotiating and signing of all documents with the nominated Contractor awarded the Contract to operate the Secretariat of the Association is carried out diligently and done in the best interest of Association.

8.10 The EXCO may establish working committees and subcommittees for specific or important purposes, as and when required.

8.11 The out-going EXCO must hand-over to the incoming new EXCO all Association documents such as Certificate of Registration, Constitution, Copies of Annual Reports, Copies of Annual Financial Audit Reports, Important

Correspondences, Books of Accounts, Bank Records and Statements, Cheque Book, Receipt Records, Land & Property Titles, Asset Lists, and all relevant important documents.

8.12 The post of President for the first EXCO term shall be elected from amongst the Protem Committee members of the Association. The first President shall hold office for ONE term of three (3) calendar years. The post of President for subsequent terms shall be filled by elections from amongst the EXCO members at least three (3) months before the end of the third (3rd) year of office of the President. The President may be re-elected for an additional ONE term of office and must rest at least ONE term before being eligible to stand for election to the post of President again. A former President may be elected to any EXCO posts after serving as the Immediate Past President.

8.13 The posts of Deputy President, Vice-Presidents, Secretary-General, Honorary Secretary and Honorary Treasurer for the first Council term shall be elected from amongst Protem Committee members of the Association. The first Deputy President, Vice-Presidents, Secretary-General, Honorary Secretary and Honorary Treasurer shall hold office for ONE term of three (3) calendar years. The posts of Deputy President, Vice-Presidents, Secretary-General, Honorary Secretary and Honorary Treasurer for subsequent terms shall be filled by elections from amongst the EXCO members at least three (3) months before the end of the third (3rd) year of office. The office-bearers for these posts can be re-elected for more than two consecutive terms.

8.14 The posts for ten (10) Ordinary EXCO Members shall be filled by elections held during the Annual General Meeting. In the event of insufficient candidates standing for election to the posts of Ordinary EXCO Members, the EXCO may co-opt additional Ordinary EXCO Members from amongst members of the Association at any time during the term of the EXCO. Ordinary EXCO Members may be elected for not more than two consecutive terms and must rest at least one term before being eligible for election to the EXCO again.

8.15 An EXCO Member can also hold the post of Chairman of Working Committees and/or Regional Chapters of the Association while holding the post of an Ordinary EXCO Member or a Principal Post. Associate Members can hold the post of Chairman of Working Committees and/or Regional Chapters but with no voting rights.

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

9.1 The President shall preside at the Annual General Meeting and Extraordinary General Meetings and meetings of the EXCO. The President shall present the plans for the Association during his/her term to the EXCO and lead the EXCO to achieve those plans.

9.2 The President shall hold the casting vote and shall sign all minutes of Meetings once approved.

9.3 The Deputy President shall act on behalf of the President in the absence of the President. In the absence of both the President and Deputy President, the Secretary-General shall act on behalf of the President.

9.4 The Vice-Presidents shall be appointed special portfolios by the EXCO. In the event of the any one of the Vice-President's office falling vacant, any one of the EXCO Members can be elected to succeed the Vice-President for the remainder of the Vice-President's term. The election for the successor shall be held within the EXCO by secret ballot. The Vice-Presidents may each chair a Working Committee in his/her field of knowledge or experience or interest.

9.5(a) The Secretary-General shall oversee the administration of the Secretariat together with the Honorary Secretary and Honorary Treasurer to ensure proper, accurate and efficient keeping of records and data. The Secretary-General shall ensure proper compliance of Association's annual submissions to the Registrar of Societies by the Honorary Secretary and the Honorary Treasurer every year. The Secretary-General shall also ensure that all rules and regulations in the Constitution of the Association are always adhered to by the EXCO and Working Committees, and in compliance to the Societies Act.

9.5(b) The Secretary-General shall coordinate the various activities carried out by the Working Committees with the assistance of the Secretariat.

9.5(c) The Secretary-General shall assist the President to ensure follow-up actions from EXCO meetings are monitored and executed.

9.5(d) The Secretary-General shall carry out other tasks assigned by the EXCO from time-to-time including but not limited to public relations activities, communications with the media and government and other agencies, and special initiatives, as necessary.

9.5(e) In the event of the Secretary-General's post falling vacant, any one of the EXCO Members can be elected to succeed the Secretary-General for the remainder of the Secretary-General's term. The election for the successor shall be held within the EXCO by secret ballot.

9.6(a) The Honorary Secretary shall serve as the Secretary of the EXCO. He/she shall attend the Annual General Meeting and Extraordinary General Meetings of the Association and meetings of the EXCO and cause to be prepared agenda therefore, and record the proceedings thereat including preparation of all minutes of meetings. He/she shall be responsible to issue notices of meetings to all relevant parties.

9.6(b) He/she shall prepare the Annual Report of the Association covering activities of the Association in consultation with the different Working Committees and Regional Chapters, and submit to the President for presentation during the Annual General Meeting.

9.6(c) He/she shall ensure the Secretariat processes membership applications in an efficient manner and maintain an accurate record of all memberships data with details of membership category, name, place & date of birth, identity card/passport number, job, employer name & address, and residence address including the Membership Register. He/she shall ensure the Secretariat sends out the Membership Number and Electronic Membership Certificate to every approved applicant within an acceptable period.

9.6(d) In the event of the Honorary Secretary's post falling vacant, any one of the EXCO Members can be elected to succeed the Honorary Secretary for the remainder of the Honorary Secretary's term. The election for the successor shall be held within the EXCO by secret ballot.

9.7(a) The Honorary Treasurer shall be responsible for the collection of all monies due to the Association and for the transfer of such monies to the appropriate bank accounts of the Association which have been approved by the EXCO. The bank accounts will be in the name of the Association. He/she may hold petty cash not exceeding RM500.00 at any one time. All money in excess of this sum shall within 7 days of receipt be deposited in the Association Account. He/she shall liaise with the treasurers of all Working Committees and Regional Chapters to manage the financial transactions involved in the various activities.

9.7(b) He/she shall have charge of the books of account of the Association and shall exercise all customary managerial functions with regard to the financial transactions of the Association. He/she shall also prepare a Statement of Account and Financial Report at the end of the session for the period from 1st January to 31st December and submit to the Internal Auditors for review within one (1) month of the end of the financial year. He/she shall then arrange for the proper audit of the accounts by an external auditor and submit the audited accounts to the Registrar of Societies within the stipulated time frame of the Societies Act.

9.7(c) He/she shall prepare the Notice of Annual Subscription Renewal and ensure the Secretariat disseminate the notice diligently and efficiently every year at least four (4) months before the end of the calendar year. He/she shall liaise with the Secretariat to ensure timely collection of annual subscriptions from members.

9.7(d) He/she shall present annually to the EXCO the Financial Accounts of the Association at least two (2) months before the Annual General Meeting, and shall furnish from time to time such other financial statements as may be required of him/her. Such financial statement of account shall be circulated to all members before the Annual General Meeting.

9.7(e) The Honorary Treasurer shall prepare an annual budget of estimated incomes and expenditures by collating budgets from all Working Committees before the end of each term. The budget shall be tabled to the EXCO for adoption and approval.

9.7(f) In the event of the Honorary Treasurer's post falling vacant, any one of the

EXCO Members can be elected to succeed the Honorary Treasurer for the remainder of the Honorary Treasurer's term. The election for the successor shall be held within the EXCO by secret ballot.

9.8(a) Ordinary EXCO Members shall attend meetings of the EXCO and other meetings, such as Annual General Meetings and Working Committee Meetings to contribute constructively towards the activities of the Association.

9.8(b) Ordinary EXCO Members shall volunteer their services by being actively involved in Working Committees either as Chairman, Secretary/Treasurer, or as active committee members.

9.8(c) Ordinary EXCO Members shall act as promoters of the Objectives of the association and shall actively encourage association members and the public to participate in association's activities.

9.8(d) In the event of any Ordinary EXCO Member post falling vacant, the EXCO may co-opt any Individual Member, Corporate Representative or Associate Member to fill the vacancy for the remainder of the EXCO Term.

9.9 The Immediate Past President shall take the role of Advisor to the EXCO of the Association and to provide recommendations based on his experience as the President. The Immediate Past President is also encouraged to lead a Working Committee of his/her interest. The Immediate Past President shall hand over the duties of the President to the incoming President at least ONE (1) month before the start of the new President's term of office. The Immediate Past President shall attend the first Annual General Meeting of the new President's term to present the previous year's annual report while the new President shall present his/her Plans for his/her 3-year term of office at the first Annual General Meeting of his/her term of office.

## **CLAUSE 10 FINANCIAL PROVISIONS**

### **10.1 UTILIZATION OF ASSOCIATION FUNDS**

The funds of the Association shall be utilized for the activities of the Association in accordance to the Objectives stipulated in this Constitution. The funds may also be utilized to pay for administrative expenditure of the Association, salaries and allowances of Association staff, allowances for volunteers, expense claims from EXCO and Committee Members attending meetings or executing duties on behalf of the Association, fees for financial auditing, company secretarial fees, legal fees, taxes and duties, and sponsorship of activities deemed relevant to the benefit of the Association.

10.2 The bank accounts of the association shall be in the name of the association. The Association may open accounts in more than one bank or financial institution. The Honorary Treasurer may hold petty cash not exceeding RM500.00 at any one time. All money in excess of this sum shall within 7 days of

receipt be deposited in the Association Account. The Honorary Treasurer shall ensure the Annual Statement of Accounts and Financial Report are prepared and audited by the appointed Internal Auditors and External Auditors within two (2) months of the end of the financial year. He/she shall then arrange for the proper tabling of the Audited Accounts to members at the Annual General Meeting for approval. The Honorary Treasurer shall ensure the approved Audited Accounts are submitted to the Registrar of Societies within the stipulated time frame of the Societies Act. The approved Audited Accounts shall be displayed for members' viewing at the Association's Secretariat and minuted in the Minutes of Meeting of the EXCO meetings and the Minutes of Meeting of General Meetings.

### **10.3 CHEQUE AND PAYMENT AUTHORIZATIONS**

The authorized amounts have been set as follows:-

- (a) Petty cash shall not exceed RM500.00 at any one time.
- (b) Expenditure of above RM300,000.00 shall be approved by a General Meeting.
- (c) Expenditure of above RM20,000.00 and less than RM299,999.99 shall be approved by the EXCO.
- (d) Expenditure up to RM20,000.00 shall be approved by any two (2) of the Principal Posts in the EXCO.

The authorized cheque signatories shall be the President, the Deputy President and the four (4) Vice-Presidents.

Authority limits shall be as follows: -

All cheques shall be signed jointly by any two of the six authorized signatories.

The Cheque Books shall be held under safe-keeping by the Honorary Treasurer. For Online Banking, the preparation of the payment instructions shall be initiated by the Honorary Treasurer or his designated assistant from the Secretariat. Online banking authorizations shall be the same as prescribed above.

10.4 The Annual Financial Year of the Association shall be for twelve (12) months beginning on the First (1<sup>st</sup>) July of each year.

## **\CLAUSE 11 AUDITORS**

11.1 Two persons, who shall be members of the Association, shall be appointed by the Annual General Meeting as Internal Auditors. They shall hold office for one year only and shall not be re-appointed. The Internal Auditors can be appointed from amongst Ordinary EXCO Members, Corporate Representatives, Individual Members or Associate Members.

11.2 The Internal 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 if necessary. If the accounts are in order, the Internal Auditors need not prepare a report and shall sign the audit report as reviewed and accepted.

11.3 An external auditor and tax consultant shall be appointed by the EXCO on a year-to-year basis. The external auditor and tax consultant shall prepare and submit the annual accounts and tax returns to the relevant authorities for the Annual Audit Report as well as any other audits requested by the President or the EXCO.

## **CLAUSE 12 PROPERTY ADMINISTRATOR**

12.1 On the recommendation of the EXCO, the Association may invest the Association's funds not needed for current disbursements in Securities, shares in Public-Listed Companies, purchase of property (movable or immovable), sell, mortgage, lease, exchange or otherwise dispose of any such property, assets and investments. Approval must be sought from the members at an Annual General Meeting or Extraordinary General Meeting prior to execution of the acquisition or sale of the properties, assets and investments.

12.2 The EXCO shall ensure that all properties, assets and investments acquired by the Association are registered legally in the name of the Association and all transactions have been authorized by the relevant officers of the Association in accordance to this Constitution. All Sales & Purchase documents shall be reviewed by the EXCO and signed by at least two (2) of the Principal Posts of the EXCO appointed by the EXCO.

## **CLAUSE 13 INTERPRETATION**

13.1 The interpretation of clauses in this Constitution shall be deemed final by the EXCO unless challenged by any member at an Annual General Meeting or Extraordinary general Meeting.

13.2 Any member shall have the right to present his/her interpretation of any clause in this Constitution during an Annual General Meeting or an Extraordinary General Meeting for clarification or amendment. Members at such a General Meeting may vote to amend the clause to provide a clearer definition and interpretation to the satisfaction of members present at the General Meeting. A majority vote of two-thirds of the members present shall be required for approval to amend the clause or clauses.

## **CLAUSE 14 ADVISOR / PATRON**

A person of high esteem may be considered by the EXCO for invitation to be the Patron of Association. The duties of the Patron shall be to assist Association to gain recognition from the public and government and to help promote the objectives of the Association at every available opportunity. The terms and conditions for appointment of the Patron shall be determined by the EXCO and may be changed from time to time through consensus within the EXCO. It shall not be mandatory for Association to appoint a Patron.



**CLAUSE 15 PROHIBITION**

15.1 Neither the Association nor its members shall attempt to restrict or in any other

manner interfere with the trade or prices or engage in any Trade Union activities as defined in the Trade Union Ordinance, 1959.

15.2 The Association shall not hold any lottery, whether confined to its members or

not, in the name of the Association or its office bearers, committee or members.

15.3 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, Thirty-One, Ten and a half, all games of dice, bankers' games, videogames and all games of mere chance.

**CLAUSE 16 AMENDMENT TO CONSTITUTION**

16.1 The Constitution of Association can be amended only at the Annual General Meeting or at an Extraordinary General Meeting hereinafter referred to as General Meetings. Amendment of the Constitution can be proposed by not less than twenty voting members signing a written petition to the EXCO. Petitions for a proposed amendment shall be presented to the EXCO not less than three months in advance of the date of the General Meeting. A proposed amendment in accordance with the intent of the petition shall be reviewed by the EXCO for consideration. Upon acceptance by the EXCO, the proposed amendment shall be drafted by the Honorary Secretary and sent electronically to all Members of Association at least thirty days in advance of the General Meeting, at which the proposed amendments shall be tabled.

16.2 The proposed amendment as drafted by the Honorary Secretary shall be tabled for discussion at the General Meeting and it may be amended in any manner pertinent to the petitions by a majority vote at the said Meeting.

16.3 After discussion of a proposed amendment at any General Meeting of the Association, if the meeting shall so decide by a majority vote, it may refer the proposed amendment to a special committee for further consideration, and report at the next General Meeting.

16.4 For the adoption of any amendment to the Constitution, not less than two-thirds of the valid ballots cast at the General Meeting shall be in the affirmative. The quorum for an Annual General Meeting or Extraordinary General Meeting to approve an amendment to the Constitution shall be half of the voting member register or twice the number of EXCO Members whichever is the lower. An amendment which has been adopted shall be submitted to the Registrar of Societies within 28 days by the Honorary Secretary, and shall become effective upon the approval of the Registrar of Societies.

**CLAUSE 17 DISSOLUTION**

17.1 The Association may be voluntarily dissolved by a unanimous resolution at the Annual General Meeting or an Extraordinary General Meeting attended by at least twice the number of EXCO Members or half of the voting member register whichever is the lower.

17.2 In the event of the Association being dissolved as provided above, all debts and liabilities legally incurred on its behalf shall be fully discharged, and the remaining funds shall be disposed of in such manner as may be decided upon by a general meeting.

17.3 Notice of dissolution shall be forwarded to the Registrar of Societies within 14 days of its dissolution.

**CLAUSE 18 FLAG, LOGO & BADGE****18.1 FLAG**


Description : None

**18.2 LOGO**


Description: The logo of the Association shall be in the form of five letters “AMVIP”, in bold capital letters based on the “Broadway” font-style. The colour of the logo shall be in Purple Color only. The logo and its color do not have any special meaning nor any special significance.

**18.3 BADGE**

Same as above