

RULES & CONSTITUTIONS

OF

PERSATUAN ACUAN MALAYSIA

MALAYSIA MOULD AND DIE ASSOCIATION (MMADA)

(Registered in Malaysia)

Registration No.: 1664/93 (Wilayah Persekutuan)

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1. Name and Place of Business

- (1) The Society shall be known as the **Persatuan Acuan Malaysia (Malaysia Mould and Die Association) (MMADA)** (hereinafter referred as “Society”).
- (2) Its registered place of business shall be Unit C-6-5, Block C, 6th Floor, Megan Avenue II, No. 12, Jalan Yap Kwan Seng, 50450 Kuala Lumpur or at such other place or places as may from time to time be decided on by the Committee; and its postal address shall be Unit C-6-5, Block C, 6th Floor, Megan Avenue II, No. 12, Jalan Yap Kwan Seng 50450 Kuala Lumpur.

The registered place of business of the Society shall not be changed without the prior approval of the Registrar of Societies.

2. Objects

The objects of the Society are :-

- (a) To promote and protect the interests of all Members.
- (b) To provide the means for mutual co-operation and the promotion of goodwill amongst Members.
- (c) To enable Members to speak and act with one voice on all matters concerning the industry.
- (d) To voice opinion and forward suggestion regarding legislation or restriction that may adversely affect the industry.
- (e) To work constantly for the maintenance of fair prices and to abstain from unfair and unreasonable competition amongst Members.
- (f) To maintain good relations with other similar bodies and organisations and to co-operate with them for the mutual benefit of Members.

3. Membership

- (1) Any person, firm or Company carrying on business in Malaysia as a Manufacturer, Supplier and Trade of Mould and Die and its products shall be eligible to apply as an ordinary member.
- (2) Applications for membership shall be made on the prescribed form which is available from the Hon. Secretary on application.

- (3) All applications shall be presented to the Committee. An application is deemed to be approved if more than half of the members present at a duly constituted Meeting of the Committee voted in favour of it. The decision of the Committee shall be final.
- (4) A Member who fails to pay his entrance fee within 6 months after admission as a Member or who is in arrears of subscription for Two (2) years may be liable to expulsion.
- (5) Each firm or company on admission to membership, shall be represented by one nominee, provided such nomination shall have been made on the form to be supplied by the Hon. Secretary and duly approved by the Committee and registered with the Hon. Secretary. Ordinary members and their nominees are eligible to vote and to hold any office.
- (6) If any member in the opinion of the Committee member fails to conform any published Rules and Regulation of the Society or is guilty of conduct derogatory to the dignity of or injuries to the reputation or interest of the Society, the Committee members may by $\frac{3}{4}$ of the votes to remove such members in the Committee Meeting. However, a member who is removed would have the right to make representations in writing or to have them circulated at the Committee Meeting before any final decision was made.

4. Register of Members

- (1) A register of all Members of the Society shall be maintained by the Hon Secretary.
- (2) The entrance fees for each member shall be RM300.00 payable in advance.
- (3) Annual Subscription – The amount to be paid shall be in accordance with the Tables as set out below :-

| | |
|-----------------|----------|
| Ordinary member | RM300.00 |
|-----------------|----------|

- (4) The first Annual subscription shall be due and payable upon formal admission to membership.

5. Resignation

Any member who wishes to resign from the Society shall give one month notice in writing to his Secretary and shall pay up all dues.

6. General Meeting

- (1) The supreme authority of the Society is vested in a general meeting of the members. More than half of the total voting membership of the Society or the voting members present represent equivalent to the total number of committee members must be present at a general meeting for its proceedings to be valid and to constitute a quorum.
- (2) If half an hour after the time appointed for the meeting a quorum is not present, the meeting shall be postponed to a date (not exceeding 30 days) to be decided by the

Committee; and if a quorum is not present half an hour after the time appointed for the postponed meeting, the members present shall have power to proceed with the business of the day but they shall not have power to alter the rules of the Society or make decisions affecting the whole membership.

- (3) An annual general meeting of the Society shall be held as soon as possible after the close of each financial year but not later than June on a date and at a time and place to be decided by the Committee. The business of the annual general meeting shall be :-
 - (a) To receive the Committee's report on the working of the Society during the previous year;
 - (b) To receive the Treasurer's report and the audited accounts of the Society for the previous year;
 - (c) To elect once every 2 years a Committee and to appoint auditors for the ensuing year;
 - (d) To deal with such other matters as may be put before it.
- (4) The Secretary shall send to all members at least 14 days before the meeting an agenda including copies of minutes and reports, together with the audited accounts of the Society for the previous year. Copies of these documents will also be made available at the registered place of business of the Society for the perusal of members.
- (5) An extraordinary general meeting of the Society shall be convened :-
 - (a) Whenever the Committee deems it desirable; or
 - (b) At the joint request in writing of not less than one-quarter voting members, stating the objects and reasons for such meeting.
- (6) An extraordinary general meeting requisitioned by members shall be convened for a date within thirty days of the receipt of such requisition.
- (7) Notice and agenda for an extraordinary general meeting shall be forwarded by the Secretary to all members at least fourteen days before the date fixed for the meeting
- (8) Paragraphs (1) and (2) of this rules 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 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 months from the date thereof.
- (9) The Secretary 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.

7. Committee

- (1) A Committee consisting of the following, who shall be termed the office-bearers of the Society, shall be elected at the alternate annual general meeting :-

- (i) A President
- (ii) A Deputy President
- (iii) A Vice President
- (iv) A Hon. Secretary
- (v) Two (2) Assistants Hon. Secretary
- (vi) A Hon. Treasurer
- (vii) Assistant Hon. Treasurer
- (viii) 9 other ordinary committee members

All office-bearers of the Society and every officer performing executive functions in the Society shall be Malaysians citizens.

- (1) (A) All office-bearers of the Society shall be Malaysian citizens. Non Malaysians must have prior written approval from the Registrar of Societies.
- (1) (B) The Committee may have the power to elect any Ex-President to be an Honorary President of the Society. The Honorary President shall enjoy all the rights and privileges of Membership but shall have no vote in the affairs or management of the Society unless he shall have been invited to and serves on the Committee of the Society and shall not be liable for any debts and liabilities of the Society.
- (2) Names for the officers from Rule 7 (1) (i) to Rule 7(1) (vii) shall be proposed and seconded and election will be simple majority vote of members at the annual general meeting. The President shall have power to elect office-bearers for Rule 7 (1) (viii) namely 9 other ordinary committee members to perform the function of office-bearers.

All the office-bearers shall be eligible for re-election once every two (2) years at the Annual General Meeting.

- (3) The function of the Committee is to organise and supervise the day-to-day activities of the Society and to make decisions on matters affecting its running within the general policy laid down by the general meeting. The Committee may not act contrary to the expressed wishes of the general meeting without the 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.
- (4) The Committee shall meet at least once every three months, and 7 days notice of each meeting shall be given to the members. The President acting alone, or not less than three of its members acting together may call for a meeting of the Committee to be held at any time. At least one half of the Committee members must be present for its proceedings to be valid and to constitute a quorum.
- (5) Where any urgent matter requiring the approval of the Committee arises and it is not possible to convene a meeting, the Secretary may obtain such approval by means of a circular letter. The following conditions must be fulfilled before a decision of the Committee is deemed to have been obtained :-
 - (a) The issue must be clearly set out in the circular and forwarded to all members of the Committee;
 - (b) At least one-half of the members of the Committee must indicate whether they are in favour or against the proposal; and

(c) The decision must be by a majority vote

Any decision obtained by circular letter shall be reported by the Secretary to the next Committee meeting and recorded in the minutes thereof.

- (6) Any member of the Committee who fails to attend three consecutive meetings of the Committee without satisfactory explanation shall be deemed to have resigned from the Committee.
- (7) In the event of the death or resignation of a member of the Committee or nominee whom performing the function of office-bearer ceases to represent a firm or company, the candidate who received the next highest number of votes at the previous election for the post affected shall be invited to fill the vacancy. If there is no such candidate or if such candidate declined to accept office, the Committee shall have the power to co-opt any other member of the Society to fill the vacancy until the next annual general meeting. Notwithstanding this, the President shall have power to elect office bearers for Rule 7 (1) (viii) namely 9 other ordinary committee members in the event of any vacancy arising thereon.
- (8) The Committee shall give instructions to the Secretary and other officers for the conduct of the affairs of the Society. It may appoint such organisers and such staff as it deems necessary. It may suspend or dismiss any organiser or member of the staff for neglect of duty, dishonesty, incompetence, refusal to carry out the decisions of the Committee, or for any other reason which it deems good and sufficient in the interest of the Society.
- (9) Between annual general meeting the Committee shall interpret the rules of the Society and, when necessary, determine any point on which the rules are silent.
- (10) Except where they are contrary to or inconsistent with the policy previously laid down by the general meeting the decisions of the Committee shall be binding on all members of the Society unless and until countermanded by a resolution of a general meeting.

8. Duties of Office-Bearers

- (1) The President shall during his term of office preside at all general meetings and all meetings of the Committee and shall be responsible for the proper conduct of all such meetings. He shall have the casting vote and shall sign the minutes of each meeting at the time they are approved. He shall, in conjunction with the Hon. Secretary and Hon. Treasurer, sign all cheques on behalf of the Society.
- (2) The Vice-President shall deputise for the President during the latter's absence.
- (3) The Hon. Secretary shall conduct the business of the Society in accordance with the rules, and shall carry out the instructions of the general meeting and of the Committee. He shall be responsible for conducting all correspondence and keeping all books, documents and papers except the accounts and financial records. He shall attend all meetings, and record the proceedings. He shall maintain a proper membership register of the members consisting of details such as name, identity card no., date/place of birth, occupation, name/address of employer and residential

address. In conjunction with the President and the Hon. Treasurer he shall sign all cheques on behalf of the Society.

The Assistants Hon Secretary shall assist the Hon Secretary in carrying out his duties.

- (4) The Hon. Treasurer shall be responsible for the finances of the Society. He shall keep accounts of all its financial transactions and shall be responsible for their correctness. He shall, in conjunction with the President and the Hon. Secretary sign all cheques on behalf of the Society.

The Assistant Hon Treasurer shall assist the Hon Treasurer in carrying out his duties.

- (5) The Ordinary Committee Members shall carry out such duty as directed by the President or the Committee.

9. Financial Provisions

- (1) Subject to the following provisions in this rules, the funds of the Society may be expended for any purpose necessary for the carrying out of its objects, including the expenses of its administration, the payment of salaries, allowance 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 Treasurer may hold a petty cash advance not exceeding RM1,000 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 Committee. The bank account shall be in the name of the Society.
- (3) All cheques or withdrawal notices on the Society's account shall be signed jointly by the President (or in his absence the Vice-President), the Secretary and the Treasurer. In the absence of the Secretary or the Treasurer the Committee shall appoint one of its members to sign in his place.
- (4) No expenditure exceeding RM1,500 at any one time shall be incurred without the prior sanction of the Committee, and no expenditure exceeding RM100,000 in any one month shall be incurred without the prior sanction of a general meeting. Expenditure less than RM1,500 may be incurred by the President together with the Secretary or the Treasurer.
- (5) As soon as possible after the end of each financial year i.e. 31st December, as statement of receipts and payments and a balance sheet for the year shall be prepared and audited by the Auditors appointed under Rule 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 place of business of the Society for the perusal of members.

10. Audit

- (1) Two persons, who shall not be office-bearers of the Society, shall be appointed at the alternate annual general meeting as Honorary Auditors. They shall hold office for a term of two (2) consecutive years only and shall not be reappointed.

- (2) The Auditors shall be required to audit the accounts of the Society 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 Society for any period within their tenure of office at any date, and to make a report to the Committee.

11. Immovable Properties

- (1) The immovable properties of the Society shall be registered in the name of the Society and all instruments relating to that properties shall be valid and effective as if they had been executed by a registered proprietor provided that they are executed by three office-bearers for the time being of the Society, that is the President, the Honorary Secretary and the Honorary Treasurer, whose appointments are authenticated by a certificate of the Registrar of Societies and sealed with the seal for the Society.
- (2) The immovable properties shall not be sold, charged, transferred or disposed off without the prior approval of a general meeting of the Members.

12. Prohibitions

- (a) Opium smoking on the premises and the introduction of prostitutes and bad characters into the premises are strictly prohibited.
- (b) None of the following games shall be played in the premises of the Society : 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 and all games of mere chance.
- (c) Neither the Society nor its members shall attempt to restrict or in any other manner engage in any Trade Union activities as defined in the Trade Union Ordinance, 1959.
- (d) The Society shall not hold any lottery, whether confined to its members or not, in the name of the Society or its office-bearers, Committee or member.

13. Amendments of Rules

These Rules may not be altered or amended except by resolution of a general meeting. Such alterations or amendments shall take effect from the date of their approval by the Registrar of Societies. Any amendment to the rules shall be forwarded to the Registrar of Societies within 28 days of being passed by the general meeting.

14. Dissolution

- (1) The Society may be voluntarily dissolved by a resolution of not less than three-fourths of the total voting membership.

- (2) In the event of the Society 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.
- (3) Notice of dissolution shall be forwarded to the Registrar of Societies within 14 days of its dissolution.